

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

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In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.¹

-----X

In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 4780-LTS

PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

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**COVER SHEET TO SIXTEENTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR
PUERTO RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO
ELECTRIC POWER AUTHORITY ("PREPA") FOR THE PERIOD OF
OCTOBER 1, 2018 THROUGH OCTOBER 31, 2018**

¹ The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

| | |
|---|---|
| Name of applicant | O'Neill & Borges LLC ("O&B") |
| Authorized to provide professional services to: | Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b) |
| Time period covered by this application: | October 1, 2018 through October 31, 2018 |
| Amount of compensation sought as actual, reasonable and necessary: | \$24,971.85 |
| Amount of expense reimbursement sought as actual, reasonable and necessary: | \$0.00 |
| Total amount for this invoice: | \$24,971.85 |

This is a: X monthly ___ interim ___ final application

This is O&B's sixteenth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for October 2018.

/s/Jaime A. El Koury

Jaime A. El Koury

General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On December 6, 2018 sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienenstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

O'Melveny & Myers LLP
Times Square Tower, 7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhlund, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

Counsel for PR Fiscal Agency and Financial Advisory Authority:

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico

Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite 1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jcasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq., aaneses@cstlawpr.com

Counsel for the Official Committee of Retired Employees:

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequeira, Esq., ajb@bennazar.org

Jenner & Block LLP
919 Third Ave
New York NY 10022
Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteegen@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting, Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Assistant Secretary of Internal Revenue and Tax Policy, Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
Onee East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

Counsel for U.S. Bank National Association:

Maslon LLP
90 South Seventh Street
Suite 3300
Minneapolis, MN 55402
Attn: Clark T. Whitmore, Esq.,
clark.whitmore@maslon.com
William Z. Pentelovitch, Esq.,
bill.pentelovitch@maslon.com
John T. Duffey, Esq., john.duffey@maslon.com
Jason M. Reed, Esq., jason.reed@maslon.com

Rivera, Tulla and Ferrer, LLC
50 Quisqueya Street
San Juan, PR 00917
Attn: Eric A. Tulla, Esq., etulla@riveratulla.com
Iris J. Cabrera-Gómez, Esq., icabrera@riveratulla.com

| <u>PREPA TITLE III</u> | | | | | |
|--|------------------------------------|-------------------|------------------------------------|-----------------------------------|-------------------------------|
| <u>Summary of Legal Fees for the Period October 1 through October 31, 2018</u> | | | | | |
| Professional | Position/Title | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
| Hermann D. Bauer | Member | Litigation | \$ 290.00 | 27.20 | \$ 7,888.00 |
| Jose R. Cacho | Member | Corporate | \$ 340.00 | 1.70 | \$ 578.00 |
| Carlos E. George | Member | Labor | \$ 245.00 | 2.60 | \$ 637.00 |
| Jerry Lucas Marrero | Member | Corporate | \$ 305.00 | 0.40 | \$ 122.00 |
| Julio Pietrantonio | Member | Corporate | \$ 355.00 | 6.10 | \$ 2,165.50 |
| Antonio L. Collazo | Jr. Member | Corporate | \$ 210.00 | 2.40 | \$ 504.00 |
| Ubaldo M. Fernandez Baez | Jr. Member | Litigation | \$ 210.00 | 0.60 | \$ 126.00 |
| Jorge A. Candelaria | Associate | Corporate | \$ 170.00 | 11.10 | \$ 1,887.00 |
| Maria C. de la Vega | Associate | Corporate | \$ 170.00 | 13.00 | \$ 2,210.00 |
| Daniel J. Perez Refojos | Associate | Litigation | \$ 180.00 | 8.80 | \$ 1,584.00 |
| Ivette Rodriguez | Associate | Corporate | \$ 170.00 | 13.70 | \$ 2,329.00 |
| Filex E. Rosado | Associate | Labor | \$ 165.00 | 12.60 | \$ 2,079.00 |
| Emiliano Trigo Fritz | Associate | Corporate | \$ 200.00 | 26.70 | \$ 5,340.00 |
| Milagros Marciano Baez | Paralegal | Litigation | \$ 135.00 | 2.20 | \$ 297.00 |
| | Totals | | | 129.10 | \$ 27,746.50 |
| | Less: 10% Courtesy discount | | | | \$ (2,774.65) |
| SUMMARY OF LEGAL FEES | | | | | \$ 24,971.85 |
| | | | | | |
| | | | | | |
| <u>PREPA TITLE III</u> | | | | | |
| <u>Summary of Disbursements for the Period October 1 through October 31, 2018</u> | | | | | |
| Description - Expenses | | | Amounts | | |
| | | | \$ | | - |
| | Totals | | | | \$ - |
| SUMMARY OF DISBURSEMENTS | | | | | \$ - |

| <u>PREPA TITLE III</u> | | | |
|---|--|---------------------------|-----------------------------|
| <u>Summary of Legal Fees for the Period October 1 through October 31, 2018</u> | | | |
| Task Code | Matter Description | Total Billed Hours | Total Fees Requested |
| 201 | Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants | 2.40 | \$ 480.00 |
| 202 | Legal Research | 4.10 | \$ 703.50 |
| 203 | Hearings and Other Non-filed Communications with the Court | 1.00 | \$ 290.00 |
| 206 | Documents filed on behalf of the Board | 8.90 | \$ 1,888.00 |
| 207 | Non-Board Court Filings | 3.10 | \$ 647.00 |
| 208 | Stay Matters | 47.60 | \$ 9,852.00 |
| 209 | Adversary Proceeding | 4.90 | \$ 1,260.00 |
| 210 | Analysis and Strategy | 39.00 | \$ 8,664.00 |
| 212 | General Administration and Governance | 3.20 | \$ 910.00 |
| 214 | Legal/Regulatory Matters | 0.20 | \$ 42.00 |
| 215 | Plan of Adjustment and Disclosure Statem | 9.60 | \$ 1,920.00 |
| 219 | Docketing | 2.20 | \$ 297.00 |
| 221 | Discovery/2004 Examinations | 2.30 | \$ 667.00 |
| 224 | Fee Applications-O&B | 0.60 | \$ 126.00 |
| | | | \$ 27,746.50 |
| | | | |
| | Less: 10% Courtesy Discount | | \$ (2,774.65) |
| | | | |
| | TOTALS | 129.10 | \$ 24,971.85 |

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$22,474.67, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$22,474.67.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

O'NEILL & BORGES LLC

November 2, 2018

FOMB IN RE PREPA TITLE III

RE: FISCAL PLAN

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

November 2, 2018
Bill #: 337535
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
October 31, 2018:

Client.Matter: P1705 - 3

RE: FISCAL PLAN

| | |
|-----------------------------|--------------------|
| Total Professional Services | \$ 2,617.50 |
| VOLUME DISCOUNT | <u>\$ -261.75</u> |
| Net Professional Services | \$ 2,355.75 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 2,355.75 |

O'NEILL & BORGES LLC

250 LAKE MINGO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1705 . 3
RE: FISCAL PLAN

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|-----------------------------|------|------|--|-------|-------------------|----------|
| 10/01/18 | ETF | 215 | Review definition of "Revenues" under PREPA trust agreement and revenue pledge covenant. | .80 | 200.00 | 160.00 |
| 10/02/18 | JP | 210 | Draft memo requested by Proskauer relating to government approvals required for transformation. | 3.20 | 355.00 | 1,136.00 |
| 10/02/18 | ETF | 215 | Tel. conf. with Citi, Proskauer and FOMB subcommittee regarding remedy sought by National. | .40 | 200.00 | 80.00 |
| 10/03/18 | JP | 210 | Revise memo requested by Proskauer relating to government approvals required for transformation. | 1.30 | 355.00 | 461.50 |
| 10/09/18 | ETF | 208 | Review receivership provisions of PREPA trust agreement. (.30) Review Act 5-2017. (.40) Draft email to E. Barak in response to inquiry regarding Act 2-2017. (.60) | 1.30 | 200.00 | 260.00 |
| 10/12/18 | ETF | 215 | Review OMM chart regarding amendments to Act 4-2016. Review securitization requirements under Act 4. Send comments to Proskauer. | 2.10 | 200.00 | 420.00 |
| 10/16/18 | ETF | 212 | Email exchanges with Proskauer (E. Barak) and PMA regarding energy public policy bill. | .20 | 200.00 | 40.00 |
| 10/30/18 | ETF | 208 | Review draft memo regarding property rights under PR law. | .30 | 200.00 | 60.00 |
| TOTAL PROFESSIONAL SERVICES | | | | | \$ 2,617.50 | |
| VOLUME DISCOUNT | | | | | <u>\$ -261.75</u> | |
| NET PROFESSIONAL SERVICES: | | | | | \$ 2,355.75 | |

Bill #: 337535

November 2, 2018

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|----------------------|--------------|-------------|--------------------|
| JULIO PIETRANTONI | 4.50 | 355.00 | 1,597.50 |
| EMILIANO TRIGO FRITZ | 5.10 | 200.00 | 1,020.00 |
| Total | 9.60 | | \$ 2,617.50 |

TOTAL THIS INVOICE

\$ 2,355.75

O'NEILL & BORGES LLC

November 2, 2018

FOMB IN RE PREPA TITLE III

RE: 17-00218-LTS PREPA V. VITOL S.A. ET AL-HDB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

November 2, 2018
Bill #: 337536
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
October 31, 2018:

Client.Matter: P1705 - 801

RE: 17-00218-LTS PREPA V. VITOL S.A. ET AL-HDB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 355.00 |
| VOLUME DISCOUNT | <u>\$ -35.50</u> |
| Net Professional Services | \$ 319.50 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 319.50 |

O'NEILL & BORGES LLC

250 LAKE MINGO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1705 . 801

RE: 17-00218-LTS PREPA V. VITOL S.A. ET AL-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|---|-------|--------|--------|
| 10/28/18 | HDB | 206 | Revise draft reply brief to Vitol's objection to motion for remand. (.60) Draft e-mail with suggestions thereto. (.20) Finalize and file Reply Brief. (.20) Coordinate service of the Reply brief with Prime Clerk. (.10) | 1.10 | 290.00 | 319.00 |
| 10/29/18 | DJP | 206 | Draft email to presiding judge attaching stamped version of the Puerto Rico Electric Power Authority's Reply to Vitol Inc. and Vitol S.A.'s Objection to PREPA's Motion to Remand. | .20 | 180.00 | 36.00 |

TOTAL PROFESSIONAL SERVICES \$ 355.00

VOLUME DISCOUNT \$ -35.50

NET PROFESSIONAL SERVICES: \$ 319.50

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|-------------|--------|------------------|
| HERMANN BAUER | 1.10 | 290.00 | 319.00 |
| DANIEL J. PEREZ REFOJOS | .20 | 180.00 | 36.00 |
| Total | 1.30 | | \$ 355.00 |

TOTAL THIS INVOICE \$ 319.50

O'NEILL & BORGES LLC

November 2, 2018

FOMB IN RE PREPA TITLE III

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

November 2, 2018
Bill #: 337539
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
October 31, 2018:

Client.Matter: P1705 - 804

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

| | |
|-----------------------------|--------------------|
| Total Professional Services | \$ 4,195.50 |
| VOLUME DISCOUNT | <u>\$ -419.55</u> |
| Net Professional Services | \$ 3,775.95 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 3,775.95 |

IN ACCOUNT WITH

250 LAKE MINGUS RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 804

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 10/01/18 | HDB | 209 | Tel. conf. with R. Emmanuelli regarding extension of briefing deadline and discovery issues. (.20) Draft e-mail to J. Richman concerning the discussion with Mr. Emanuelli. (.10) | .30 | 290.00 | 87.00 |
| 10/03/18 | HDB | 209 | Review e-mail from J. Richman concerning legislative records for Act 26 in connection with surviving claims. (.10) Draft response to J. Richman (.20) Review case law regarding contract clause challenges to Act 7. (.40) | .70 | 290.00 | 203.00 |
| 10/03/18 | CEG | 209 | Consider legislative record evidence to defend constitutional challenge. Exchange various emails with J. Richman, M. Moris and H. Bauer regarding same. | 1.30 | 245.00 | 318.50 |
| 10/03/18 | ETF | 201 | Review First Circuit opinion in UAW v. Fortuño. (1.10) Review preamble of Act 3-2017. (.40) Respond to email from Proskauer (J. Richman) regarding legislative history of Acts 66, 3 and 26. (.70) | 2.20 | 200.00 | 440.00 |
| 10/03/18 | FER | 210 | Research regarding legislative history of Laws 3-2017, 26-2017, 8-2017 and 8-2014 and analysis and summary of United Automobile et al. v. Fortuno, Analyze and Summarize referenced case. | 1.50 | 165.00 | 247.50 |
| 10/04/18 | HDB | 212 | Tel. conf. with counsel for the UTIER concerning extension of time to respond to complaint and discovery. (.30) Draft e-mail to J. Richman regarding same. (.10) Revise draft Motion for Extension of Time. (.20) | .60 | 290.00 | 174.00 |
| 10/04/18 | CEG | 209 | Exchange emails with J. Richman related to answer to amended complaint and potential discovery. | 1.30 | 245.00 | 318.50 |

Bill #: 337539

November 2, 2018

| | | | | | | |
|----------|-----|-----|---|------|--------|--------|
| 10/05/18 | HDB | 212 | Review scheduling proposal by R. Emanuelli. (.20) Draft e-mail to J. Richman concerning scheduling proposal. (.10) Revise draft motion for extension of time. (.20) Draft e-mail to J. Richman regarding draft motion for extension of time. (.10) Draft e-mail to R. Emanuelli regarding draft motion for extension of time. (.10) | .70 | 290.00 | 203.00 |
| 10/05/18 | FER | 210 | Analyze Opinion and Order Granting and Part and Denying in Part the Motions to Dismiss Plaintiffs' Amended Adversary Complaint, of 9/26/18. | 1.30 | 165.00 | 214.50 |
| 10/05/18 | FER | 202 | Research regarding legislative record of Acts 66-2014, 3-2017, 8-2017 and 26-2017. | 1.00 | 165.00 | 165.00 |
| 10/08/18 | HDB | 206 | Exchange e-mails with Proskauer regarding Motion to Extend Deadlines. (.20) Sign-off on draft Motion for Extension of Deadlines. (.20) | .40 | 290.00 | 116.00 |
| 10/08/18 | DJP | 206 | Analyze the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend all Remaining Defendants' Time to Answer the Amended Adversary Complaint, in anticipation of its filing. | .50 | 180.00 | 90.00 |
| 10/08/18 | DJP | 206 | Finalize the proposed order to be submitted together with the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend all Remaining Defendants' Time to Answer the Amended Adversary Complaint. | .30 | 180.00 | 54.00 |
| 10/08/18 | DJP | 206 | File the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend all Remaining Defendants' Time to Answer the Amended Adversary Complaint, through the court's electronic filing system. | .20 | 180.00 | 36.00 |
| 10/08/18 | DJP | 206 | Send email to presiding judge attaching stamped version of the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend all Remaining Defendants' Time to Answer the Amended Adversary Complaint. | .20 | 180.00 | 36.00 |

Bill #: 337539

November 2, 2018

| | | | | | | |
|----------|-----|-----|--|------|--------|--------|
| 10/08/18 | MMB | 219 | Docket court notice received by email dated October 3, 2018, regarding deadline for appellee Official Committee of Retired Employees to file nine paper copies of brief in COA case 18-1787 - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 10/08/18 | MMB | 219 | Docket court notice received by email dated October 3, 2018, regarding deadline for appellee Official Committee of Unsecured Creditors to file nine paper copies of brief in COA case 18-1787 - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 10/09/18 | MMB | 219 | Docket court notice received by email dated October 9, 2018, regarding deadline for some defendants to file answer to amended adversary complaint - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 10/11/18 | FER | 202 | Continue research regarding legislative proceedings of Acts 66-2014, 3-2017, 8-2017 and 26-2017 to obtain hearing reports from government agencies and transcripts of floor debates. | 1.30 | 165.00 | 214.50 |
| 10/15/18 | FER | 210 | Email conversation with Aurea Cartagena of the Office of Legislative Services for information request regarding legislative history of fiscal measures (.50), phone conversation with A. Cartagena regarding availability of requested information (.10) and phone conversations with Senate's Treasury and Government Committees to request written positions for measures. (.30) | .90 | 165.00 | 148.50 |
| 10/16/18 | FER | 210 | Analyze transcripts of legislative floor debates and committee reports for Acts. 26-2017, 8-2017, 3-2017 to find legislative majority's positions regarding impact of fiscal measures to existing collective bargaining agreements. | 3.10 | 165.00 | 511.50 |
| 10/17/18 | FER | 210 | Continue analysis of floor debate of Act 26-2017 for legislative reasons to impact CBAs. Conf. call to CW Senate to request position papers filed at the Senate hearings. | 2.10 | 165.00 | 346.50 |
| 10/18/18 | FER | 210 | Analyze written government agency positions for legislative hearings of Act 26-2017 in search of reasonability discussion of impacts to CBAs. | 1.40 | 165.00 | 231.00 |

TOTAL PROFESSIONAL SERVICES

\$ 4,195.50

Bill #: 337539

November 2, 2018

VOLUME DISCOUNT

\$ -419.55

NET PROFESSIONAL SERVICES:

\$ 3,775.95

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|--------------|-------------|--------------------|
| HERMANN BAUER | 2.70 | 290.00 | 783.00 |
| CARLOS E. GEORGE | 2.60 | 245.00 | 637.00 |
| DANIEL J. PEREZ REFOJOS | 1.20 | 180.00 | 216.00 |
| EMILIANO TRIGO FRITZ | 2.20 | 200.00 | 440.00 |
| FILEX E. ROSADO | 12.60 | 165.00 | 2,079.00 |
| MILAGROS MARCANO BAEZ | .30 | 135.00 | 40.50 |
| Total | 21.60 | | \$ 4,195.50 |

TOTAL THIS INVOICE

\$ 3,775.95

O'NEILL & BORGES LLC

November 2, 2018

FOMB IN RE PREPA TITLE III

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

November 2, 2018
Bill #: 337540
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
October 31, 2018:

Client.Matter: P1705 - 805

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

| | |
|-----------------------------|-----------------|
| Total Professional Services | \$ 87.00 |
| VOLUME DISCOUNT | <u>\$ -8.70</u> |
| Net Professional Services | \$ 78.30 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 78.30 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 805

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|---|-------|--------|--------|
| 10/24/18 | HDB | 212 | Review Order for status report (.20) and draft e-mail to L.Stafford regarding same. (.10) | .30 | 290.00 | 87.00 |

TOTAL PROFESSIONAL SERVICES \$ 87.00

VOLUME DISCOUNT \$ -8.70

NET PROFESSIONAL SERVICES: \$ 78.30

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|---------------|------------|--------|-----------------|
| HERMANN BAUER | .30 | 290.00 | 87.00 |
| Total | .30 | | \$ 87.00 |

TOTAL THIS INVOICE \$ 78.30

O'NEILL & BORGES LLC

November 2, 2018

FOMB IN RE PREPA TITLE III

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

November 2, 2018
Bill #: 337541
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
October 31, 2018:

Client.Matter: P1705 - 808

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 216.50 |
| VOLUME DISCOUNT | <u>\$ -21.65</u> |
| Net Professional Services | \$ 194.85 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 194.85 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 808

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 10/03/18 | MMB | 219 | Docket court notice received by email dated October 1, 2018, regarding order dkt. 37 on urgent unopposed motion of the PR Energy Bureau to extension of time to amend complaint - C. Garcia, H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 10/22/18 | HDB | 212 | Exchange e-mails with Proskauer's M. Dale and G. Mashberg regarding status of amended complaint. (.10) Draft e-mail to counsel for PREB. (.10) | .20 | 290.00 | 58.00 |
| 10/24/18 | HDB | 212 | Follow-up with counsel for Plaintiff regarding amendment to complaint and pending deadlines. | .20 | 290.00 | 58.00 |
| 10/26/18 | HDB | 207 | Revise draft motion for extension of time. (.20) Draft e-mail to counsel for PREB. (.10) | .30 | 290.00 | 87.00 |

TOTAL PROFESSIONAL SERVICES \$ 216.50

VOLUME DISCOUNT \$ -21.65

NET PROFESSIONAL SERVICES: \$ 194.85

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------|------------|--------|------------------|
| HERMANN BAUER | .70 | 290.00 | 203.00 |
| MILAGROS MARCANO BAEZ | .10 | 135.00 | 13.50 |
| Total | .80 | | \$ 216.50 |

TOTAL THIS INVOICE \$ 194.85

O'NEILL & BORGES LLC

November 2, 2018

FOMB IN RE PREPA TITLE III

RE: 18-00047-LTS RIVERA V PREPA/ELA-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

November 2, 2018
Bill #: 337542
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
October 31, 2018:

Client.Matter: P1705 - 810

RE: 18-00047-LTS RIVERA V PREPA/ELA-CGB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 290.00 |
| VOLUME DISCOUNT | <u>\$ -29.00</u> |
| Net Professional Services | \$ 261.00 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 261.00 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 810

RE: 18-00047-LTS RIVERA V PREPA/ELA-CGB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|---|-------|--------|--------|
| 10/01/18 | HDB | 212 | Receive and review Order granting the PREB's Motion for Extension of Time to Amend Complaint. (.10) Draft e-mail to M. Dale regarding the same. (.10) | .20 | 290.00 | 58.00 |
| 10/12/18 | HDB | 203 | Analyze Opinion and Order denying remand on 18-AP-47. | .60 | 290.00 | 174.00 |
| 10/17/18 | HDB | 212 | Draft e-mail to L. Rappaport regarding briefing schedule. | .20 | 290.00 | 58.00 |

TOTAL PROFESSIONAL SERVICES \$ 290.00

VOLUME DISCOUNT \$ -29.00

NET PROFESSIONAL SERVICES: \$ 261.00

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|---------------|-------------|--------|------------------|
| HERMANN BAUER | 1.00 | 290.00 | 290.00 |
| Total | 1.00 | | \$ 290.00 |

TOTAL THIS INVOICE \$ 261.00

O'NEILL & BORGES LLC

November 2, 2018

FOMB IN RE PREPA TITLE III

RE: 18-00053-LTS SANTINI V. PREPA/ROSSELLO-HDB-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

November 2, 2018
Bill #: 337543
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
October 31, 2018:

Client.Matter: P1705 - 811

RE: 18-00053-LTS SANTINI V. PREPA/ROSSELLO-HDB-CGB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 344.00 |
| VOLUME DISCOUNT | <u>\$ -34.40</u> |
| Net Professional Services | \$ 309.60 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 309.60 |

O'NEILL & BORGES LLC

250 LAKE MINGO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1705 . 811

RE: 18-00053-LTS SANTINI V. PREPA/ROSSELLO-HDB-CGB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 10/12/18 | HDB | 203 | Review Opinion and Order denying Motion to Remand in 18-AP-53. | .40 | 290.00 | 116.00 |
| 10/15/18 | DJP | 210 | Participate in call with M. Giddens, from Proskauer Rose LLP, to discuss matters related to scheduling of next procedural events in light of the court's denial of the motion to remand. | .30 | 180.00 | 54.00 |
| 10/17/18 | HDB | 212 | Review issues regarding briefing schedule. (.20) Draft e-mail to Gregg Mashberg regarding next steps to defend action. (.10) | .30 | 290.00 | 87.00 |
| 10/18/18 | HDB | 212 | Tel. conf. with L. Stafford and counsel for Plaintiff regarding amendment to complaints and scheduling. | .30 | 290.00 | 87.00 |

TOTAL PROFESSIONAL SERVICES \$ 344.00

VOLUME DISCOUNT \$ -34.40

NET PROFESSIONAL SERVICES: \$ 309.60

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|-------------|--------|------------------|
| HERMANN BAUER | 1.00 | 290.00 | 290.00 |
| DANIEL J. PEREZ REFOJOS | .30 | 180.00 | 54.00 |
| Total | 1.30 | | \$ 344.00 |

TOTAL THIS INVOICE \$ 309.60

O'NEILL & BORGES LLC

November 2, 2018

FOMB IN RE PREPA TITLE III

RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

November 2, 2018
Bill #: 337544
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
October 31, 2018:

Client.Matter: P1705 - 812

RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

| | |
|-----------------------------|--------------------|
| Total Professional Services | \$ 1,769.00 |
| VOLUME DISCOUNT | <u>\$ -176.90</u> |
| Net Professional Services | \$ 1,592.10 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 1,592.10 |

O'NEILL & BORGES LLC

250 LAKE MUNGZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1705 . 812

RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|---|-------|--------|--------|
| 10/08/18 | HDB | 210 | Further review of draft brief on Motion to Dismiss (.40) and draft e-mail with comments relative to Puerto Rico law issues. (.30) | .70 | 290.00 | 203.00 |
| 10/09/18 | HDB | 210 | Review e-mail from P. Possinger (.10) and M. Morris (.10) outlining legal issues regarding draft Motion to Dismiss. Revise draft Motion to Dismiss. (.60) | .80 | 290.00 | 232.00 |
| 10/12/18 | HDB | 210 | Respond to M. Bienenstock's queries regarding specific performance under Puerto Rico law. (.20) Review case law from the PR Bankruptcy Court regarding specific performance. (.70) Draft e-mail discussing issues regarding specific performance under 1 circuit law. (.20) | 1.10 | 290.00 | 319.00 |
| 10/14/18 | HDB | 206 | Revise and comment draft brief on Motion to Dismiss complaint by PBJL. (.70) Draft e-mail to Proskauer's M. Morris regarding comments to draft and procedure to submit exhibits. (.10) | .80 | 290.00 | 232.00 |
| 10/15/18 | HDB | 209 | Revise and sign-off on final brief on the Motion to Dismiss. (.60) Review declaration and supporting exhibits. (.30) | .90 | 290.00 | 261.00 |
| 10/15/18 | DJP | 206 | Analyze the Memorandum of Law in Support of Defendant's Motion to Dismiss, in anticipation of its filing. | 1.20 | 180.00 | 216.00 |
| 10/15/18 | DJP | 206 | Organize all exhibits to be filed in support of Memorandum of Law in Support of Defendant's Motion to Dismiss, in anticipation of its filing. | .20 | 180.00 | 36.00 |
| 10/15/18 | DJP | 206 | Analyze the Proposed order in connection with the Memorandum of Law in Support of Defendant's Motion to Dismiss, in anticipation of its filing. | .20 | 180.00 | 36.00 |

Bill #: 337544

November 2, 2018

| | | | | | | |
|----------|-----|-----|---|-----|--------|-------|
| 10/15/18 | DJP | 206 | Analyze the Notice of the Financial Oversight and Management Board's Motion to Dismiss the Complaint, in anticipation of its filing. | .40 | 180.00 | 72.00 |
| 10/15/18 | DJP | 206 | File the Notice of the Financial Oversight and Management Board's Motion to Dismiss the Complaint, through the court's electronic filing system. | .20 | 180.00 | 36.00 |
| 10/15/18 | DJP | 206 | File the Memorandum of Law in Support of Defendant's Motion to Dismiss, and supporting exhibits, through the court's electronic filing system. | .30 | 180.00 | 54.00 |
| 10/15/18 | DJP | 206 | Draft email to presiding judge attaching stamped versions of the Notice of the Financial Oversight and Management Board's Motion to Dismiss the Complaint, and the Memorandum of Law in Support of Defendant's Motion to Dismiss. | .20 | 180.00 | 36.00 |
| 10/15/18 | DJP | 206 | Draft email to presiding judge attaching stamped versions of the Notice of the Financial Oversight and Management Board's Motion to Dismiss the Complaint, and the Memorandum of Law in Support of Defendant's Motion to Dismiss. | .20 | 180.00 | 36.00 |

TOTAL PROFESSIONAL SERVICES \$ 1,769.00

VOLUME DISCOUNT \$ -176.90

NET PROFESSIONAL SERVICES: \$ 1,592.10

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|-------------|--------|--------------------|
| HERMANN BAUER | 4.30 | 290.00 | 1,247.00 |
| DANIEL J. PEREZ REFOJOS | 2.90 | 180.00 | 522.00 |
| Total | 7.20 | | \$ 1,769.00 |

TOTAL THIS INVOICE \$ 1,592.10

O'NEILL & BORGES LLC

November 2, 2018

FOMB IN RE PREPA TITLE III

RE: GENERAL-PREPA TITLE III 17-4780

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

November 2, 2018
Bill #: 338773
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
October 31, 2018:

Client.Matter: P1705 - 1

RE: GENERAL-PREPA TITLE III 17-4780

| | |
|-----------------------------|---------------------|
| Total Professional Services | \$ 17,872.00 |
| Less Discount | <u>\$ -1,787.20</u> |
| Net Professional Services | \$ 16,084.80 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 16,084.80 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 1

RE: GENERAL-PREPA TITLE III 17-4780

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|---|-------|--------|--------|
| 10/01/18 | HDB | 221 | Review letter from Emmanuelli, counsel for UTIER, on the Rule 2004 Examination Request. | .20 | 290.00 | 58.00 |
| 10/01/18 | ALC | 210 | Review email from P. Garbaczewski with questions regarding changes in PREC/PREB legal and regulatory regime in connection with PREPA's rate modification process. | .10 | 210.00 | 21.00 |
| 10/01/18 | ALC | 210 | Verify / up-date summary of Public Services Regulatory Board Act (PREB administrative consolidation) to respond to email from P. Garbaczewski with questions regarding changes in PREC/PREB legal and regulatory regime in connection with PREPA's rate modification process. | .30 | 210.00 | 63.00 |
| 10/01/18 | ALC | 210 | Review dates (time frame) within Act 120 for legislative assembly to approve new energy policy in preparation to respond to email from P. Garbaczewski with questions regarding changes in PREC/PREB legal and regulatory regime in connection with PREPA's rate modification process. | .20 | 210.00 | 42.00 |
| 10/01/18 | ALC | 210 | Review energy committee's docket to identify developments in the legislative assembly's analysis and approval of new energy policy in preparation to respond email from P. Garbaczewski with questions regarding changes in PREC/PREB legal and regulatory regime in connection with PREPA's rate modification process. | .30 | 210.00 | 63.00 |
| 10/01/18 | ALC | 210 | Draft email to respond to P. Garbaczewski with questions regarding changes in PREC/PREB legal and regulatory regime in connection with PREPA's rate modification process. | .20 | 210.00 | 42.00 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|--|------|--------|--------|
| 10/02/18 | JRC | 210 | Discussions with E. Trigo, H. Bauer and J. Pietrantonio regarding request from Proskauer to analyze lien issues. (.30) Analyze lien issues pursuant to PR Civil Code. (.40) | .70 | 340.00 | 238.00 |
| 10/02/18 | JP | 210 | Discussions with H. Bauer, J. Cacho and E. Trigo regarding PREPA liens. | .30 | 355.00 | 106.50 |
| 10/02/18 | HDB | 210 | Tel. conf with M. Bienenstock and Proskauer Team, Tom Green and Citibank Team and FOMB staff and Board Members regarding Monoline's threat to move for relief from stay, to discuss strategy and potential responses. | .40 | 290.00 | 116.00 |
| 10/02/18 | HDB | 210 | Review issues with J. Cacho and E. Trigo regarding PREPA liens. | .30 | 290.00 | 87.00 |
| 10/02/18 | ETF | 210 | Discussion with H. D. Bauer and J. Cacho regarding lien on revenues. | .30 | 200.00 | 60.00 |
| 10/02/18 | MCD | 210 | Review IRP Plan in order to adequately Summarize Recent Resolutions and Orders (.40); Summarize Resolution and Order regarding: PREPA's request for clarification of certain aspects of the September 5, 2018 Resolution and Order (1.5); Summarize Resolution and Order regarding: Evaluation of Additional Scenarios as part of the IRP Development (1.7); Review set of emails sent by Attorney J. Notario Toll containing weekly newsletters regarding: legislative activity (.20) | 3.80 | 170.00 | 646.00 |
| 10/03/18 | HDB | 210 | Review PREPA UCC-1 Chart regarding analysis of collateral. (.20) Draft e-mail regarding same. (.20) Review legal issues regarding UCC categories of collateral. (.20) | .60 | 290.00 | 174.00 |
| 10/03/18 | ALC | 210 | Review implementation schedule for the new Commonwealth Energy Policy as per Act 120-2018 provisions to work on second draft of memorandum / analysis of key provisions of P3 statute in support of FOMB implementation of PREPA transformation. | .30 | 210.00 | 63.00 |
| 10/03/18 | ALC | 210 | Further analysis of PREB's mandates under Act 120-2018 in connection with issuance of compliance certificate for preliminary P3 agreements to be incorporated to second draft of memorandum / analysis of key provisions of P3 statute in support of FOMB implementation of PREPA transformation. | .40 | 210.00 | 84.00 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|---|------|--------|--------|
| 10/03/18 | ALC | 210 | Revise second draft of memorandum / analysis of key provisions of P3 statute in support of FOMB implementation of PREPA transformation to incorporate additional details of PREB mandates and schedule for implementation of new energy policy. | .40 | 210.00 | 84.00 |
| 10/04/18 | HDB | 208 | Review Motion for Relief From Stay filed on behalf of Pan American Grain. (.30) Draft e-mail to counsel for AAFAF regarding Pan American's Motion for Relief from Stay. (.10) Tel. conf. with counsel for Pan American Grain. (.30) Review scheduling order. (.10) | .80 | 290.00 | 232.00 |
| 10/04/18 | HDB | 208 | Review Notice of Motion for Relief from Stay filed by the Monoline Insurers. (.20) Analyze Motion for Relief from the Automatic Stay filed by the PREPA Monoline Insurers. (.90) | 1.10 | 290.00 | 319.00 |
| 10/04/18 | HDB | 210 | Revise draft Memorandum regarding legislative/regulatory approvals for PREPA Transformation. | .30 | 290.00 | 87.00 |
| 10/04/18 | ETF | 207 | Review Motion of National and other monolines for relief of stay and appointment of receiver. | .90 | 200.00 | 180.00 |
| 10/05/18 | HDB | 208 | Review Declaration of Robert Berezin in Support of the Monoline's Motion for Relief from Stay | .60 | 290.00 | 174.00 |
| 10/05/18 | HDB | 210 | Review draft complaint by Bondholders for the appointment of a receiver for PREPA. | .60 | 290.00 | 174.00 |
| 10/06/18 | ETF | 207 | Review Proskauer's questions related to the complaint by National. (.30) Review PREPA's enabling act provisions regarding its Governing Board. (.70) Draft response to Proskauer's questions regarding appointment of Governing Board. (.90) | 1.90 | 200.00 | 380.00 |
| 10/06/18 | ETF | 208 | Review receivership provision of PREPA's enabling act. (.30) Review Act 4-2017 provisions regarding debt restructuring. (.60) Respond to Proskauer's questions regarding Act 4-2017 and PREPA's enabling act. (.40) | 1.30 | 200.00 | 260.00 |
| 10/08/18 | HDB | 208 | Review e-mail from E. Barak regarding legal/strategy questions regarding receivership stay relief motion filed by bondholders. (.10) Review response by E. Trigo to E. Barak. (.10) and draft e-mail to E. Barak sharing my views concerning the legal issues raised. (.10) | .30 | 290.00 | 87.00 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|--|-----|--------|--------|
| 10/08/18 | MMB | 219 | Update MLS chart as of 10/3/2018 to include motion dkt. 974 for relief from stay filed by Pan American Grain Co., Inc. | .10 | 135.00 | 13.50 |
| 10/08/18 | MMB | 219 | Update MLS chart to include dkt. 975 Motion of National Public Finance Guarantee Corporation, Assured Guaranty Corp., Assured Guaranty Municipal Corp., and Syncora Guarantee Inc. for Relief from the Automatic Stay to Allow Movants to Enforce their Statutory Right to have a Receiver. (.10) and notice dkt. 976 of hearing on motion 975. (.10) | .20 | 135.00 | 27.00 |
| 10/08/18 | MMB | 219 | Docket court notice received by email dated October 3, 2018, regarding hearing on motion for relief from stay dkt. 975 - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 10/08/18 | MMB | 219 | Docket court notice received by email dated October 4, 2018, regarding briefing schedule on Pan American Grain's motion dkt. 978 for relief from stay - H. Bauer, U. Fernandez, D. Pérez.. | .10 | 135.00 | 13.50 |
| 10/09/18 | HDB | 221 | Review issues regarding voluntary response to Rule 2004 Request by the UTIER. (.20) Review e-mails by M. Sale regarding voluntary production and extension of time. (.10) Draft message to counsel for UTIER regarding extension of time. (.10) Tel. conf. with counsel for UTIER regarding voluntary production and extension of time. (.20) Draft e-mail to M. Dale regarding same. (.10) Review response by AAFAF and FOMB regarding proposal for production. (.10) | .80 | 290.00 | 232.00 |
| 10/09/18 | MMB | 219 | Docket court notice dkt. 982 received by email dated October 4, 2018, regarding deadline to file opposition papers RE: dkt. 975 Motion of Nat'l Public Finance Guarantee Corp., others, MLS to allow Movants to enforce statutory right to have a receiver appointed, Movants' reply - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 10/09/18 | MMB | 219 | Docket court notice received by email dated October 9, 2018, regarding order dkt. 985 setting deadline to file joint status report - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 10/09/18 | MMB | 219 | Docket court notice received by email dated October 9, 2018, regarding order dkt. 986 setting deadline to file joint status report - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|---|------|--------|--------|
| 10/09/18 | MMB | 219 | Update MLS chart as of 10/5/2018, to include dkt. 4023 (dkt. 984 in case 17-04780) regarding joint motion to inform. | .10 | 135.00 | 13.50 |
| 10/10/18 | HDB | 221 | Review e-mails by Proskauer regarding voluntary production of Rule 2004 Request. (.20) Draft e-mail regarding extension of time to counsel for UTIER. (.10) Review issues regarding timing for production with Proskauer. (.10) | .40 | 290.00 | 116.00 |
| 10/10/18 | MCD | 210 | Prepare summary of PREPA's Motion regarding a Petition for a Temporary Modification of the Adjustment Clause Related to Hurricanes Irma and Maria. | 1.10 | 170.00 | 187.00 |
| 10/10/18 | MCD | 210 | Analyze PREPA's Motion regarding Petition for a Temporary Modification of the Adjustment Clause Related to Hurricanes Irma and Maria. | .30 | 170.00 | 51.00 |
| 10/10/18 | MCD | 210 | Analyze and prepare summary of PREPA's (1) Compliance with the Energy Bureau's September 5th and 18th Orders and (2) Informative Motion Regarding IRP Timeline. | 1.30 | 170.00 | 221.00 |
| 10/11/18 | JLM | 210 | Review PREC Resolution regarding rate adjustment and summary to be sent to McKinsey and Proskauer. | .40 | 305.00 | 122.00 |
| 10/11/18 | HDB | 221 | Correspond with counsel for UTIER concerning Rule 2004 request. (20) Review issues regarding production format. (.10) Draft e-mail to Proskauer regarding alternative formats for production. (.10) Discuss formats with Rolando Emmanuelli, counsel for UTIER. (.20) | .60 | 290.00 | 174.00 |
| 10/11/18 | MCD | 210 | Prepare Summary of Resolution and Order (September 28, 2018) IN RE: Puerto Rico Electric Power Authority Rate Review. | 2.30 | 170.00 | 391.00 |
| 10/11/18 | MCD | 210 | Review PREPA's Motions and Energy Bureau's Resolutions and/or Orders contained in Case No. CEPR-AP-2018-0002 docket in order to prepare various summaries of relevant Motions and Resolutions and/or Orders regarding the Review of PREPA's FY19 rates. | 3.10 | 170.00 | 527.00 |
| 10/11/18 | MCD | 210 | Begin to draft summary of Puerto Rico Energy Bureau's Resolution and Order Regarding Rates for Fiscal Year 2019 and PREPA's "Verified Response and Motion Regarding May 4th Order. | 1.10 | 170.00 | 187.00 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|---|------|--------|--------|
| 10/12/18 | HDB | 208 | Commence review of Opposition to Motion for Stay Relief filed by Pan-American Grain seeking stay relief to offset certain debts. | .30 | 290.00 | 87.00 |
| 10/12/18 | ETF | 201 | Review questions from E. Barak and P. Possinger regarding appointment of receiver. | .20 | 200.00 | 40.00 |
| 10/14/18 | HDB | 208 | Review legal requirements of Puerto Rico law regarding offsets. (.30) Further review of draft opposition to Pan American Grain stay relief motion. (.20) Draft e-mail to M. Zerjal and Proskauer team on comments to draft motion. (.20) | .70 | 290.00 | 203.00 |
| 10/14/18 | HDB | 210 | Review chart of proposed amendments to Act 4 to enable potential transition charge. | .20 | 290.00 | 58.00 |
| 10/15/18 | HDB | 208 | Review e-mail from M. Zerjal concerning edits to Monoline Stay Relief Motion. (.20) Tel. conf. M. Zerjal. (.20) Tel. conf. with M. Figueroa (counsel for Pan American) concerning extension of time and offsets. (.20) Review proof of claim filed by Pan-American Grain. (.30) Review PREPA Trust Agreement regarding payment priorities. (.40) Review Puerto Rico case law on offset (.60) Edit draft motion. (.40) Tel. conf. with E. Barack regarding draft motion. (.20) | 2.50 | 290.00 | 725.00 |
| 10/15/18 | HDB | 208 | Review MAO & Associates Stay Relief Motion (.20) and order denying the same. (.10) | .30 | 290.00 | 87.00 |
| 10/15/18 | ETF | 208 | Review Pan American lift stay motion. (.20) Review Proskauer draft of objection to lift stay motion. (.20) Review PREPA Trust Agreement. (.10) Respond to H. D. Bauer inquiry regarding offsets and sinking fund. (.30) | .80 | 200.00 | 160.00 |
| 10/15/18 | ETF | 208 | Review receivership provision of enabling act and trust agreement in connection with inquiry by Proskauer related to monolines complaint. | .60 | 200.00 | 120.00 |
| 10/15/18 | MMB | 219 | Update MLS chart as of October 15, 2018, to include motion dkt. 988 for relief from stay filed by MAO & Associates in case 17-04780 (.10), order dkt. 989 terminating MLS 988. (.10) | .20 | 135.00 | 27.00 |
| 10/16/18 | HDB | 206 | Review and sign-off on fourth removal deadline extension motion and draft order. | .30 | 290.00 | 87.00 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|--|------|--------|--------|
| 10/16/18 | HDB | 208 | Continue review of Puerto Rico case law on offsets.(.10) Further edits to opposition to motion for relief from stay by Pan-American Grain. (.60) Draft e-mail to Proskauer regarding edits to draft opposition. (.20) | .90 | 290.00 | 261.00 |
| 10/16/18 | DJP | 206 | Analyze PREPA's Motion for Entry of Order Pursuant to Rule 9006(b) of the Federal Rules of Bankruptcy Procedure Further Enlarging the Time Within Which to File Notices of Removal Pursuant to Bankruptcy Rule 9027, in anticipation of its filing. | .50 | 180.00 | 90.00 |
| 10/16/18 | DJP | 206 | Analyze PREPA's Motion for Entry of Order Pursuant to Rule 9006(b) of the Federal Rules of Bankruptcy Procedure Further Enlarging the Time Within Which to File Notices of Removal Pursuant to Bankruptcy Rule 9027, in anticipation of its filing. | .30 | 180.00 | 54.00 |
| 10/16/18 | DJP | 206 | File the PREPA's Motion for Entry of Order Pursuant to Rule 9006(b) of the Federal Rules of Bankruptcy Procedure Further Enlarging the Time Within Which to File Notices of Removal Pursuant to Bankruptcy Rule 9027. thought the court's electronic filing system. | .20 | 180.00 | 36.00 |
| 10/16/18 | DJP | 206 | Draft email to presiding judge attaching stamped version of the PREPA's Motion for Entry of Order Pursuant to Rule 9006(b) of the Federal Rules of Bankruptcy Procedure Further Enlarging the Time Within Which to File Notices of Removal Pursuant to Bankruptcy Rule 9027. | .20 | 180.00 | 36.00 |
| 10/16/18 | DJP | 206 | Draft email to Prime Clerk LLC requesting service in connection with PREPA's Motion for Entry of Order Pursuant to Rule 9006(b) of the Federal Rules of Bankruptcy Procedure Further Enlarging the Time Within Which to File Notices of Removal Pursuant to Bankruptcy Rule 9027. | .20 | 180.00 | 36.00 |
| 10/17/18 | HDB | 208 | Tel. conf. with counsel for Pan American Grain regarding document request. (.20) Draft e-mail to M. Zerjal of Proskauer regarding document request .(10) Draft e-mail to counsel for Pan American Grain (.1) Review US Bank's Opposition to Stay Relief Motion by Pan American Grain (.5) Review multiple e-mails by M. Zerjal and local counsel for AAFAF concerning draft opposition (.10) | 1.00 | 290.00 | 290.00 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|---|------|--------|--------|
| 10/17/18 | DJP | 206 | Analyze PREPA's Objection to Pan American Grain Co., Inc.'s Motion for Relief from Stay to Execute Setoff, in anticipation of its filing. | .60 | 180.00 | 108.00 |
| 10/17/18 | ETF | 208 | Review objections by US Bank to Pan American Grain lift of stay motion. | .40 | 200.00 | 80.00 |
| 10/17/18 | ETF | 208 | Review monoline insurance policies. | .70 | 200.00 | 140.00 |
| 10/18/18 | HDB | 221 | Revise draft response by the FOMB and AAFAF to UTIER's Rule 2004 Request. | .30 | 290.00 | 87.00 |
| 10/18/18 | ETF | 208 | Review Bond Insurance Agreements related to MBIA insurance policies for the following bond of series KK, LL, MM, SS, VV, and NN. | 1.80 | 200.00 | 360.00 |
| 10/18/18 | MMB | 219 | Update MLS chart as of October 17, 2018, to include dkt. 991 objection to motion for relief from stay 974 (.10), and dkt. 992 affidavit submitting documents. (.10) | .20 | 135.00 | 27.00 |
| 10/18/18 | MMB | 219 | Update MLS chart as of October 17, 2018, to include dkt. 993 PREPA's objection to Pan American Grain's motion for relief from stay dkt. 974. | .10 | 135.00 | 13.50 |
| 10/19/18 | UMF | 224 | Draft of O&B's Sixteenth Monthly Fee Application in Title III Case of PREPA. | .50 | 210.00 | 105.00 |
| 10/22/18 | HDB | 210 | Consultation by D. Desatnik regarding Puerto Rico case law concerning inconsistencies between recitals and dispositive components of agreements. | .20 | 290.00 | 58.00 |
| 10/22/18 | UMF | 224 | Finalize monthly fee application with principal certification for Title III case of PREPA. | .10 | 210.00 | 21.00 |
| 10/23/18 | DJP | 202 | Conduct legal research in connection with whether, under Puerto Rico law, the text of an agreement trumps the recitals that precede it in the event that there is conflict between them. | 1.80 | 180.00 | 324.00 |
| 10/23/18 | DJP | 209 | Draft email to E. Barak and D. Desatnik, from Proskauer Rose LLP, containing discussion, under Puerto Rico law, of instances where the text of an agreement trumps the recitals that precede it in the event that there is conflict between them. | .40 | 180.00 | 72.00 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|---|------|--------|----------|
| 10/23/18 | ETF | 208 | Review FGIC insurance policies, endorsements and Agreement Regarding Bond Insurance for certain bond series. (1.80) Draft memo regarding whether monolines can appoint a receiver under the PREPA trust agreement. (1.10) | 2.90 | 200.00 | 580.00 |
| 10/24/18 | ETF | 215 | Draft memo regarding remedies that monolines may pursue under the PREPA Trust Agreement. | 6.30 | 200.00 | 1,260.00 |
| 10/24/18 | MMB | 219 | Update MLS chart as of October 22, 2018 to include order dkt. 1001 granting joint motion dkt. 999 (.10) and dkt. 1000 granting joint motion dkt. 998 (.10), and setting deadline to file joint status report. | .20 | 135.00 | 27.00 |
| 10/24/18 | MMB | 219 | Docket court notice received by email dated October 22, 2018, regarding order dkt. 1001 granting joint motion dkt. 999 (.10) and dkt. 1000 granting joint motion dkt. 998 (.10), and setting deadline to file joint status report - H. Bauer, U. Fernandez, D. Pérez. | .20 | 135.00 | 27.00 |
| 10/25/18 | JRC | 208 | Review email from Proskauer regarding issue under PR law of in rem versus in personam rights. (.20) Discuss with J. Candelaria legal research needed to respond to Proskauer's inquiry. (.20) | .40 | 340.00 | 136.00 |
| 10/25/18 | JP | 210 | Revise memo to Proskauer regarding whether financial guaranty insurer may request court to appoint receiver without first requesting trustee to take such action. | 1.30 | 355.00 | 461.50 |
| 10/25/18 | HDB | 208 | Analyze Pan American Grain's Objections to the Objections filed by U.S. Bank National Association, solely in its capacity as trustee, the PREPA Bond Trustee and PREPA. (.50) Draft e-mail to M. Zerjal regarding the same. (.10) | .60 | 290.00 | 174.00 |
| 10/25/18 | HDB | 208 | Review query from E. Stevens on PR Law regarding property interests in connection with Monoline Stay relief Motion. (.10) Draft e-mail to coordinate work group. (.10) Review summary of case law on property interests in the context of pensions. (.30) | .50 | 290.00 | 145.00 |
| 10/25/18 | JAC | 208 | Review email by J. R. Cacho regarding legal research on contract and property rights under Puerto Rico law. | .20 | 170.00 | 34.00 |
| 10/25/18 | JAC | 208 | Conduct preliminary legal research on contract rights under Puerto Rico law, as requested by J. R. Cacho. | 4.60 | 170.00 | 782.00 |
| 10/25/18 | ETF | 208 | Proofreading memo regarding monolines remedies under PREPA's enabling act and trust agreement. | .30 | 200.00 | 60.00 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|--|------|--------|--------|
| 10/26/18 | HDB | 208 | Review memorandum on requirements for the appointment of a Receiver under the PREPA Organic Act and the Trust Agreement. | .30 | 290.00 | 87.00 |
| 10/26/18 | HDB | 210 | Exchange e-mails with Przemyslaw W. Garbaczewski (McKinsey) regarding energy reform bill (PS 1121). (.20) Review proposed energy reform bill PS 1121. (.30) | .50 | 290.00 | 145.00 |
| 10/26/18 | ALC | 214 | Review email from P. Garbaczewski to H. Bauer requesting information and documents regarding certain proposed energy Bill seeking 100% renewable energy in Puerto Rico for 2050 (Energy Public Policy). | .10 | 210.00 | 21.00 |
| 10/26/18 | ALC | 214 | Draft response to email from P. Garbaczewski to H. Bauer requesting information and documents regarding certain proposed energy Bill seeking 100% renewable energy in Puerto Rico for 2050 (Energy Public Policy). | .10 | 210.00 | 21.00 |
| 10/26/18 | JAC | 208 | Conduct research regarding property rights under Puerto Rico law, as requested by J. R. Cacho. | 2.60 | 170.00 | 442.00 |
| 10/29/18 | JAC | 208 | Commence to draft email regarding property rights and contract rights under Puerto Rico law. | .40 | 170.00 | 68.00 |
| 10/29/18 | IRH | 208 | Legal research on Puerto Rico property law for inquiry regarding contract proceeds as property interests pursuant to Proskauer inquiry. | 5.60 | 170.00 | 952.00 |
| 10/29/18 | IRH | 208 | Draft for Proskauer inquiry response regarding contract proceeds as property interests pursuant to Puerto Rico law. | .50 | 170.00 | 85.00 |
| 10/30/18 | JRC | 208 | Review write-up prepared by J. Candelaria regarding in personam versus in rem rights. (.40) Discuss issues with E. Trigo. (.20) | .60 | 340.00 | 204.00 |
| 10/30/18 | HDB | 208 | Review PV Properties Notice of Renewed Stay Relief. (.20) Draft e-mail to counsel for AAFAF (L. Marini and C. Velaz) regarding the renewed notice by PV Properties. (.10) | .30 | 290.00 | 87.00 |
| 10/30/18 | JAC | 208 | Analyze Puerto Rico law issues regarding property rights and contract rights. | 1.80 | 170.00 | 306.00 |
| 10/30/18 | JAC | 208 | Finalize email regarding property rights and contract rights under Puerto Rico law. | .80 | 170.00 | 136.00 |
| 10/30/18 | ETF | 208 | Discussion with J. Cacho regarding draft of memo on personam versus in rem rights. | .20 | 200.00 | 40.00 |

Bill #: 338773

November 2, 2018

| | | | | | | |
|----------|-----|-----|---|------|--------|--------|
| 10/30/18 | IRH | 208 | Further research regarding property as interpreted under Puerto Rico Takings Clause. | 2.30 | 170.00 | 391.00 |
| 10/30/18 | IRH | 208 | Legal research on treatises regarding distinction between property rights and personal rights for Proskauer inquiry. | 2.20 | 170.00 | 374.00 |
| 10/31/18 | HDB | 208 | Review e-mail from J. Esses regarding Pan American reply brief and suggestions prior to hearing (.10) and respond to J. Esses setting forth views as to process prior to hearing. (.10) | .20 | 290.00 | 58.00 |
| 10/31/18 | JAC | 208 | Revise draft email by I. Rodriguez regarding property rights and contract rights under Puerto Rico law. | .70 | 170.00 | 119.00 |
| 10/31/18 | ETF | 208 | Review revised draft memo regarding property rights vs personal rights under civil law. | .80 | 200.00 | 160.00 |
| 10/31/18 | IRH | 208 | Draft of compilation of doctrine regarding distinction of property rights from credit rights pursuant to Proskauer inquiry. | 2.50 | 170.00 | 425.00 |
| 10/31/18 | IRH | 208 | Draft of memorandum regarding the distinction between property rights and credit rights pursuant to Proskauer inquiry. | .60 | 170.00 | 102.00 |

| | |
|-----------------------------|--------------|
| TOTAL PROFESSIONAL SERVICES | \$ 17,872.00 |
|-----------------------------|--------------|

| | |
|---------------|---------------------|
| Less Discount | <u>\$ -1,787.20</u> |
|---------------|---------------------|

| | |
|----------------------------|--------------|
| NET PROFESSIONAL SERVICES: | \$ 16,084.80 |
|----------------------------|--------------|

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------------|--------------|-------------|--------------|
| JOSE R. CACHO | 1.70 | 340.00 | 578.00 |
| JULIO PIETRANTONI | 1.60 | 355.00 | 568.00 |
| JERRY LUCAS MARRERO | .40 | 305.00 | 122.00 |
| HERMANN BAUER | 16.10 | 290.00 | 4,669.00 |
| ANTONIO L. COLLAZO | 2.40 | 210.00 | 504.00 |
| UBALDO M. FERNANDEZ BARRERA | .60 | 210.00 | 126.00 |
| DANIEL J. PEREZ REFOJOS | 4.20 | 180.00 | 756.00 |
| JORGE A. CANDELARIA | 11.10 | 170.00 | 1,887.00 |
| EMILIANO TRIGO FRITZ | 19.40 | 200.00 | 3,880.00 |
| IVETTE RODRIGUEZ | 13.70 | 170.00 | 2,329.00 |
| MARIA C. DE LA VEGA | 13.00 | 170.00 | 2,210.00 |

Bill #: 338773

November 2, 2018

| | | | |
|-----------------------|--------------|--------|---------------------|
| MILAGROS MARCANO BAEZ | 1.80 | 135.00 | 243.00 |
| Total | 86.00 | | \$ 17,872.00 |

TOTAL THIS INVOICE

\$ 16,084.80

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----X

| | |
|--|-------------------------|
| In re: | PROMESA |
| | Title III |
| THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, | |
| as representative of | Case No. 17 BK 3283-LTS |
| THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> | (Jointly Administered) |
| Debtors. ¹ | |

-----X

| | |
|--|-------------------------|
| In re: | PROMESA |
| | Title III |
| THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, | |
| as representative of | Case No. 17 BK 4780-LTS |
| PUERTO RICO ELECTRIC POWER AUTHORITY, | |
| Debtor. | |

-----X

**COVER SHEET TO SEVENTEENTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR
PUERTO RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO
ELECTRIC POWER AUTHORITY ("PREPA") FOR THE PERIOD OF
NOVEMBER 1, 2018 THROUGH NOVEMBER 30, 2018**

¹ The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

| | |
|---|---|
| Name of applicant | O'Neill & Borges LLC ("O&B") |
| Authorized to provide professional services to: | Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b) |
| Time period covered by this application: | November 1, 2018 through November 30, 2018 |
| Amount of compensation sought as actual, reasonable and necessary: | \$8,293.05 |
| Amount of expense reimbursement sought as actual, reasonable and necessary: | \$0.00 |
| Total amount for this invoice: | \$8,293.05 |

This is a: X monthly ___ interim ___ final application

This is O&B's seventeenth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for November 2018.

/s/ Jaime A. El Koury_____

Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On January 18, 2019 sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienenstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

O'Melveny & Myers LLP
Times Square Tower, 7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhland, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

Counsel for PR Fiscal Agency and Financial Advisory Authority:

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico

Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despins, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite 1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jcasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq., aaneses@cstlawpr.com

Counsel for the Official Committee of Retired Employees:

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequeira, Esq., ajb@bennazar.org

Jenner & Block LLP
919 Third Ave
New York NY 10022
Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteegen@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant
Secretary of Central Accounting,
Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary
of Internal Revenue and Tax Policy
angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Assistant Secretary of Internal
Revenue and Tax Policy,
Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of
the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
Onee East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

Counsel for U.S. Bank National Association:

Maslon LLP
90 South Seventh Street
Suite 3300
Minneapolis, MN 55402
Attn: Clark T. Whitmore, Esq.,
clark.whitmore@maslon.com
William Z. Pentelovitch, Esq.,
bill.pentelovitch@maslon.com
John T. Duffey, Esq., john.duffey@maslon.com
Jason M. Reed, Esq., jason.reed@maslon.com

Rivera, Tulla and Ferrer, LLC
50 Quisqueya Street
San Juan, PR 00917
Attn: Eric A. Tulla, Esq., etulla@riveratulla.com
Iris J. Cabrera-Gómez, Esq., icabrera@riveratulla.com

| <u>PREPA TITLE III</u> | | | | | |
|--|------------------------------------|-------------------|------------------------------------|-----------------------------------|-------------------------------|
| <u>Summary of Legal Fees for the Period November 1 through November 30, 2018</u> | | | | | |
| Professional | Position/Title | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
| Jorge L. Capo | Special Counsel | Labor | \$ 295.00 | 2.60 | \$ 767.00 |
| Hermann D. Bauer | Member | Litigation | \$ 290.00 | 12.90 | \$ 3,741.00 |
| Jose R. Cacho | Member | Corporate | \$ 340.00 | 1.10 | \$ 374.00 |
| Carlos E. George | Member | Labor | \$ 245.00 | 0.60 | \$ 147.00 |
| Ubaldo M. Fernandez Barrera | Jr. Member | Litigation | \$ 210.00 | 2.00 | \$ 420.00 |
| Jorge A. Candelaria | Associate | Corporate | \$ 170.00 | 7.70 | \$ 1,309.00 |
| Daniel J. Perez Refojos | Associate | Litigation | \$ 180.00 | 3.90 | \$ 702.00 |
| Emiliano Trigo Fritz | Associate | Corporate | \$ 200.00 | 8.30 | \$ 1,660.00 |
| Milagros Marcano Baez | Paralegal | Litigation | \$ 135.00 | 0.70 | \$ 94.50 |
| | Totals | | | 39.80 | \$ 9,214.50 |
| | Less: 10% Courtesy discount | | | | \$ (921.45) |
| SUMMARY OF LEGAL FEES | | | | | \$ 8,293.05 |
| | | | | | |
| | | | | | |
| <u>PREPA TITLE III</u> | | | | | |
| <u>Summary of Disbursements for the Period November 1 through November 30, 2018</u> | | | | | |
| Description - Expenses | | | Amounts | | |
| | | | \$ - | | |
| | Totals | | | \$ | - |
| SUMMARY OF DISBURSEMENTS | | | | | \$ - |

| <u>PREPA TITLE III</u> | | | |
|---|--|---------------------------|-----------------------------|
| <u>Summary of Legal Fees for the Period November 1 through November 30, 2018</u> | | | |
| Task Code | Matter Description | Total Billed Hours | Total Fees Requested |
| 201 | Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants | 0.20 | \$ 40.00 |
| 202 | Legal Research | 0.30 | \$ 87.00 |
| 206 | Documents filed on behalf of the Board | 8.70 | \$ 2,151.00 |
| 207 | Non-Board Court Filings | 0.60 | \$ 174.00 |
| 208 | Stay Matters | 18.30 | \$ 3,709.00 |
| 209 | Adversary Proceeding | 2.70 | \$ 756.00 |
| 210 | Analysis and Strategy | 1.90 | \$ 551.00 |
| 212 | General Administration and Governance | 4.00 | \$ 1,160.00 |
| 218 | Employment and Fee Applications | 0.40 | \$ 72.00 |
| 219 | Docketing | 0.70 | \$ 94.50 |
| 224 | Fee Applications-O&B | 2.00 | \$ 420.00 |
| | | | \$9,214.50 |
| | | | |
| | Less: 10% Courtesy Discount | | \$ (921.45) |
| | | | |
| | TOTALS | 39.80 | \$ 8,293.05 |

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$7,463.75, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$7,463.75.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

O'NEILL & BORGES LLC

December 5, 2018

FOMB IN RE PREPA TITLE III

RE: 17-00221-LTS PREPA V. VITOL S.A. ET AL-HDB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

December 5, 2018
Bill #: 339336
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
November 30, 2018:

Client.Matter: P1705 - 802

RE: 17-00221-LTS PREPA V. VITOL S.A. ET AL-HDB

| | |
|-----------------------------|-----------------|
| Total Professional Services | \$ 87.00 |
| VOLUME DISCOUNT | <u>\$ -8.70</u> |
| Net Professional Services | \$ 78.30 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 78.30 |

IN ACCOUNT WITH

250 LAKE MINGO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 802

RE: 17-00221-LTS PREPA V. VITOL S.A. ET AL-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 11/09/18 | HDB | 207 | Analyze Plaintiff's Sur-Reply to Motion to Remand. | .30 | 290.00 | 87.00 |

TOTAL PROFESSIONAL SERVICES \$ 87.00

VOLUME DISCOUNT \$ -8.70

NET PROFESSIONAL SERVICES: \$ 78.30

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|---------------|------------|--------|-----------------|
| HERMANN BAUER | .30 | 290.00 | 87.00 |
| Total | .30 | | \$ 87.00 |

TOTAL THIS INVOICE \$ 78.30

O'NEILL & BORGES LLC

December 5, 2018

FOMB IN RE PREPA TITLE III

RE: 17-00228-LTS UTIER V. PREPA ET AL-HDB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

December 5, 2018
Bill #: 339337
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
November 30, 2018:

Client.Matter: P1705 - 803

RE: 17-00228-LTS UTIER V. PREPA ET AL-HDB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 261.00 |
| VOLUME DISCOUNT | <u>\$ -26.10</u> |
| Net Professional Services | \$ 234.90 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 234.90 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 803

RE: 17-00228-LTS UTIER V. PREPA ET AL-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 11/01/18 | HDB | 210 | Review Appellant's (UTIER') reply brief in appeal no. 18-1787. | .90 | 290.00 | 261.00 |

TOTAL PROFESSIONAL SERVICES \$ 261.00

VOLUME DISCOUNT \$ -26.10

NET PROFESSIONAL SERVICES: \$ 234.90

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|---------------|------------|--------|------------------|
| HERMANN BAUER | .90 | 290.00 | 261.00 |
| Total | .90 | | \$ 261.00 |

TOTAL THIS INVOICE \$ 234.90

O'NEILL & BORGES LLC

December 5, 2018

FOMB IN RE PREPA TITLE III

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

December 5, 2018
Bill #: 339338
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
November 30, 2018:

Client.Matter: P1705 - 804

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

| | |
|-----------------------------|--------------------|
| Total Professional Services | \$ 1,694.50 |
| VOLUME DISCOUNT | <u>\$ -169.45</u> |
| Net Professional Services | \$ 1,525.05 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 1,525.05 |

IN ACCOUNT WITH

250 LAKE MINGO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 804

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|---|-------|--------|--------|
| 11/01/18 | CEG | 209 | Consider defenses to constitutional challenge of law 26-2017. | .60 | 245.00 | 147.00 |
| 11/12/18 | HDB | 206 | Review draft answer to complaint in 17-ap-229. | .70 | 290.00 | 203.00 |
| 11/13/18 | HDB | 212 | Review e-mail from J. Richman regarding extension of time for AAFAF to respond to complaint in 17-ap-229. (.10) Draft response to J. Richman. (.10) | .20 | 290.00 | 58.00 |
| 11/14/18 | JLC | 206 | Review draft answer to the Complaint sent by J. Richman. (2.30) Draft response. (.30) | 2.60 | 295.00 | 767.00 |
| 11/14/18 | HDB | 209 | Tel. conf. with R. Emmanuelli. (.20) Draft e-mail to J. Rochman (.10) | .30 | 290.00 | 87.00 |
| 11/15/18 | HDB | 206 | Revise draft Motion for Extension of Time to Respond to the Complaint (.20) and draft e-mail to counsel for the UTIER regarding the draft and extension of deadlines. (.10) | .30 | 290.00 | 87.00 |
| 11/19/18 | HDB | 209 | Finalize for filing Motion for Relief from Automatic Stay. | .20 | 290.00 | 58.00 |
| 11/19/18 | DJP | 206 | Analyze the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend all Remaining Defendants' Time to Answer the Amended Adversary Complaint, in anticipation of its filing. | .40 | 180.00 | 72.00 |
| 11/19/18 | DJP | 206 | Finalize proposed order to be filed together with the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend all Remaining Defendants' Time to Answer the Amended Adversary Complaint. | .20 | 180.00 | 36.00 |

Bill #: 339338

December 5, 2018

| | | | | | | |
|----------|-----|-----|--|-----|--------|-------|
| 11/19/18 | DJP | 206 | File the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend all Remaining Defendants' Time to Answer the Amended Adversary Complaint, through the court's electronic filing system. | .20 | 180.00 | 36.00 |
| 11/19/18 | DJP | 206 | Email presiding judge attaching stamped version of the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend all Remaining Defendants' Time to Answer the Amended Adversary Complaint, and proposed order. | .20 | 180.00 | 36.00 |
| 11/19/18 | DJP | 206 | Email Prime Clerk LLC requesting service of the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend all Remaining Defendants' Time to Answer the Amended Adversary Complaint. | .20 | 180.00 | 36.00 |
| 11/29/18 | HDB | 212 | Draft e-mails regarding meet and confer regarding discovery with counsel for UTIER in 17-AP-229 | .20 | 290.00 | 58.00 |
| 11/29/18 | MMB | 219 | Docket court notice received by email dated November 20, 2018, regarding order dkt. 68 setting deadline to answer amended complaint - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |

TOTAL PROFESSIONAL SERVICES \$ 1,694.50

VOLUME DISCOUNT \$ -169.45

NET PROFESSIONAL SERVICES: \$ 1,525.05

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|--------------|-------------|--------------------|
| JORGE L. CAPO | 2.60 | 295.00 | 767.00 |
| HERMANN BAUER | 1.90 | 290.00 | 551.00 |
| CARLOS E. GEORGE | .60 | 245.00 | 147.00 |
| DANIEL J. PEREZ REFOJOS | 1.20 | 180.00 | 216.00 |
| MILAGROS MARCANO BAEZ | .10 | 135.00 | 13.50 |
| Total | 6.40 | | \$ 1,694.50 |

Bill #: 339338

December 5, 2018

TOTAL THIS INVOICE

\$ 1,525.05

O'NEILL & BORGES LLC

December 5, 2018

FOMB IN RE PREPA TITLE III

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

December 5, 2018
Bill #: 339339
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
November 30, 2018:

Client.Matter: P1705 - 805

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 908.50 |
| VOLUME DISCOUNT | <u>\$ -90.85</u> |
| Net Professional Services | \$ 817.65 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 817.65 |

IN ACCOUNT WITH

250 LAKE MINGUS AVENUE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 805

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 11/02/18 | HDB | 212 | Tel. conf G. Mashberg and L. Stafford regarding coordination for preparation of status report and strategy discussion. | .30 | 290.00 | 87.00 |
| 11/05/18 | HDB | 212 | Tel. conf. F. Agrait (Counsel for ICSE) regarding court ordered status report. (.10) Draft e-mail to G. Mashberg regarding request for extension of time. (.10) | .20 | 290.00 | 58.00 |
| 11/08/18 | HDB | 212 | Follow-up with counsel for PREB regarding status report. (.10) Draft e-mail to M. Date and L. Stafford regarding status report coordination efforts. (.10) Review e-mails from Nancy Mitchell and OMM regarding status report. (.10) | .30 | 290.00 | 87.00 |
| 11/09/18 | HDB | 212 | Correspond with counsel for PREB regarding status report. (.10) Review e-mail by G. Mashberg regarding status report. (.10) Follow-up with Y. Gonzalez regarding same. (.10) | .30 | 290.00 | 87.00 |
| 11/12/18 | HDB | 210 | Tel. conf. with Y. Gonzalez (counsel for PREB) regarding status report due in 17-ap-256. (.20) Draft e-mail to G. Mashberg regarding same. (.10) | .30 | 290.00 | 87.00 |
| 11/14/18 | HDB | 212 | Review e-mails by G. Mashberg regarding extension of deadline to file status report. (.20). Tel. conf. with F. Agrait. (.20) | .40 | 290.00 | 116.00 |
| 11/15/18 | HDB | 206 | Edit draft Joint Motion for an Extension of Time to File Status Report in 17-AP-256. (.20) Draft e-mail with comments to L. Stafford and G. Mashberg. (.10) Tel. conf. with F. Agrait, counsel for ICSE, regarding draft motion. (.20) Follow-up with counsel for PREB regarding draft motion. (.10) | .60 | 290.00 | 174.00 |

Bill #: 339339

December 5, 2018

| | | | | | | |
|----------|-----|-----|---|-----|--------|--------|
| 11/15/18 | DJP | 206 | Discuss with L. Stafford, from Proskauer Rose LLP, logistics and timing of the filing of a motion for extension of time to file joint status report as required by court order. | .30 | 180.00 | 54.00 |
| 11/16/18 | HDB | 212 | Review Order granting extension to file status report. | .10 | 290.00 | 29.00 |
| 11/20/18 | MMB | 219 | Docket court notice received by email dated November 16, 2018 regarding order dkt. 53 setting deadline to file joint status report - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 11/28/18 | HDB | 209 | Tel. conf. with F. Agrait regarding status report. (.20) Draft e-mail to L. Stafford. (.10) Draft message to Y. Gonzalez regarding the same (.10) | .40 | 290.00 | 116.00 |

| | |
|-----------------------------|------------------|
| TOTAL PROFESSIONAL SERVICES | \$ 908.50 |
| VOLUME DISCOUNT | <u>\$ -90.85</u> |
| NET PROFESSIONAL SERVICES: | \$ 817.65 |

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|--------------|-------------|------------------|
| HERMANN BAUER | 2.90 | 290.00 | 841.00 |
| DANIEL J. PEREZ REFOJOS | .30 | 180.00 | 54.00 |
| MILAGROS MARCANO BAEZ | .10 | 135.00 | 13.50 |
| Total | 3.30 | | \$ 908.50 |

| | |
|---------------------------|------------------|
| TOTAL THIS INVOICE | \$ 817.65 |
|---------------------------|------------------|

O'NEILL & BORGES LLC

December 5, 2018

FOMB IN RE PREPA TITLE III

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

IN ACCOUNT WITH

250 LAKE MINGO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

December 5, 2018
Bill #: 339340
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending November 30, 2018:

Client.Matter: P1705 - 808

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 559.50 |
| VOLUME DISCOUNT | <u>\$ -55.95</u> |
| Net Professional Services | \$ 503.55 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 503.55 |

IN ACCOUNT WITH

250 LAKE MINGUS RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 808

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 11/12/18 | HDB | 210 | Tel. conf. with Y. Gonzalez (counsel for PREB) regarding proposal for a revised Rate Order. (.20) Draft e-mail to G. Mashberg. (.10) | .30 | 290.00 | 87.00 |
| 11/14/18 | MMB | 219 | Docket court notice received by email dated October 29, 2018, regarding order dkt. 39 setting deadline to amend complaint - C. Garcia, H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 11/26/18 | HDB | 209 | Follow-up with counsel for PREB regarding extension of deadlines to Amend the Complaint. | .20 | 290.00 | 58.00 |
| 11/27/18 | HDB | 209 | Revise draft Motion to Extend Stay. (.20) Draft e-mail to L. Stafford regarding timing issues. (.10) Draft e-mail to Y. Gonzalez to discuss extension. (.10) | .40 | 290.00 | 116.00 |
| 11/28/18 | HDB | 212 | Tel. conf. with Y. Gonzalez, counsel for ICSE regarding draft motion. (.2) Draft e-mail to L. Stafford. (.10) | .30 | 290.00 | 87.00 |
| 11/28/18 | DJP | 206 | Analyze the Joint Urgent Unopposed Motion of All Parties for 60-Day Extension of Stay of Proceedings, in anticipation of its filing. | .40 | 180.00 | 72.00 |
| 11/28/18 | DJP | 206 | Finalize the proposed order to be filed together with the Joint Urgent Unopposed Motion of All Parties for 60-Day Extension of Stay of Proceedings. | .30 | 180.00 | 54.00 |
| 11/28/18 | DJP | 206 | File the Joint Urgent Unopposed Motion of All Parties for 60-Day Extension of Stay of Proceedings, through the court's electronic filing system. | .20 | 180.00 | 36.00 |
| 11/28/18 | DJP | 206 | Email presiding judge attaching stamped version of the Joint Urgent Unopposed Motion of All Parties for 60-Day Extension of Stay of Proceedings. | .20 | 180.00 | 36.00 |

Bill #: 339340

December 5, 2018

TOTAL PROFESSIONAL SERVICES \$ 559.50

VOLUME DISCOUNT \$ -55.95

NET PROFESSIONAL SERVICES: \$ 503.55

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|--------------|-------------|------------------|
| HERMANN BAUER | 1.20 | 290.00 | 348.00 |
| DANIEL J. PEREZ REFOJOS | 1.10 | 180.00 | 198.00 |
| MILAGROS MARCANO BAEZ | .10 | 135.00 | 13.50 |
| Total | 2.40 | | \$ 559.50 |

TOTAL THIS INVOICE \$ 503.55

O'NEILL & BORGES LLC

December 5, 2018

FOMB IN RE PREPA TITLE III

RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

December 5, 2018
Bill #: 339341
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
November 30, 2018:

Client.Matter: P1705 - 812

RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

| | |
|-----------------------------|-------------------|
| Total Professional Services | \$ 1,016.50 |
| VOLUME DISCOUNT | <u>\$ -101.65</u> |
| Net Professional Services | \$ 914.85 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 914.85 |

O'NEILL & BORGES LLC

250 LAKE MUNGZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1705 . 812

RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 11/01/18 | HDB | 212 | Review emails from L. Stafford regarding plaintiff's failure to file an Motion for Summary Judgment. (.10) Review e-mail from M. Dale with strategy suggestions regarding omnibus hearing (.10) Draft e-mail to M. Dale with suggestions regarding Omnibus hearing. (.10) Draft email to counsel for PBJL. (.10) | .40 | 290.00 | 116.00 |
| 11/02/18 | HDB | 207 | Review Motion for Extension of Time by PBJL. (.20) Draft e-mail to M. Morris and L. Stafford regarding same. (.10) | .30 | 290.00 | 87.00 |
| 11/06/18 | HDB | 212 | Draft e-mails to counsel for Plaintiffs regarding scheduling issues. (.1) Review issues with M. Morris in preparation for meet and confer (.1) | .20 | 290.00 | 58.00 |
| 11/08/18 | HDB | 212 | Call counsel for Plaintiffs regarding briefing schedule. | .20 | 290.00 | 58.00 |
| 11/09/18 | HDB | 212 | Tel. conf. with counsel for Plaintiff regarding scheduling and settlement (.20) and drag e-mail to G. Mashberg regarding same. (.10) | .30 | 290.00 | 87.00 |
| 11/15/18 | HDB | 206 | Revise draft Motion to Set a Briefing Schedule. (.20) Draft e-mail to L. Stafford from Proskauer with comments thereto. (.10) | .30 | 290.00 | 87.00 |
| 11/16/18 | MMB | 219 | Docket court notice received by email dated November 5, 2018, regarding order dkt. 17 granting motion dkt. 16 for extension of time - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 11/21/18 | HDB | 212 | Review edits by opposing counsel to draft joint motion for a briefing schedule in 18-ap-0063. (.20) Draft e-mail to L. Stafford. (.10) Review e-mails with alternative responses to counsel for Plaintiff. (.10) | .40 | 290.00 | 116.00 |

Bill #: 339341

December 5, 2018

| | | | | | | |
|----------|-----|-----|---|-----|--------|--------|
| 11/27/18 | HDB | 209 | Draft e-mail to counsel regarding briefing schedule. (.10) Edit draft Joint Motion setting a briefing schedule. (.10) Draft e-mail to L. Stafford regarding red-line revisions to proposed joint Motion (.10) Review response from counsel for PBJL. (.10) Draft e-mail to counsel for Plaintiff regarding briefing schedule. (.10) Draft e-mail to M. Dale and Proskauer team regarding status of proposed motion. (.10) | .60 | 290.00 | 174.00 |
| 11/28/18 | HDB | 206 | Review e-mail by counsel for plaintiffs regarding Joint Motion. (.10) Sign-off on final draft of the Joint Motion. (.10) | .20 | 290.00 | 58.00 |
| 11/28/18 | DJP | 206 | Analyze the Joint Motion Setting Briefing Schedule, in anticipation of its filing. | .30 | 180.00 | 54.00 |
| 11/28/18 | DJP | 206 | Finalize the proposed order to be filed together with the Joint Motion Setting Briefing Schedule. | .20 | 180.00 | 36.00 |
| 11/28/18 | DJP | 206 | File the Joint Motion Setting Briefing Schedule, through the court's electronic filing system. | .20 | 180.00 | 36.00 |
| 11/28/18 | DJP | 206 | Email presiding judge attaching stamped version of the Joint Motion Setting Briefing Schedule. | .20 | 180.00 | 36.00 |

| | |
|-----------------------------|-------------|
| TOTAL PROFESSIONAL SERVICES | \$ 1,016.50 |
|-----------------------------|-------------|

| | |
|-----------------|-------------------|
| VOLUME DISCOUNT | <u>\$ -101.65</u> |
|-----------------|-------------------|

| | |
|----------------------------|-----------|
| NET PROFESSIONAL SERVICES: | \$ 914.85 |
|----------------------------|-----------|

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|-------------|--------|--------------------|
| HERMANN BAUER | 2.90 | 290.00 | 841.00 |
| DANIEL J. PEREZ REFOJOS | .90 | 180.00 | 162.00 |
| MILAGROS MARCANO BAEZ | .10 | 135.00 | 13.50 |
| Total | 3.90 | | \$ 1,016.50 |

| | |
|---------------------------|------------------|
| TOTAL THIS INVOICE | \$ 914.85 |
|---------------------------|------------------|

O'NEILL & BORGES LLC

December 5, 2018

FOMB IN RE PREPA TITLE III

RE: GENERAL-PREPA TITLE III 17-4780

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

HERMANN BAUER

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

December 5, 2018
Bill #: 340777
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
November 30, 2018:

Client.Matter: P1705 - 1

RE: GENERAL-PREPA TITLE III 17-4780

| | |
|-----------------------------|--------------------|
| Total Professional Services | \$ 4,687.50 |
| Less Discount | <u>\$ -468.75</u> |
| Net Professional Services | \$ 4,218.75 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 4,218.75 |

IN ACCOUNT WITH

250 LAKE MINGO RIVERA SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 1
RE: GENERAL-PREPA TITLE III 17-4780

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 11/01/18 | HDB | 208 | Review stay relief notice by MAO & Associates. (.20) Draft e-mail to L. Marini and C. Velaz regarding the notice. (.10) | .30 | 290.00 | 87.00 |
| 11/01/18 | HDB | 206 | Revise and sign-off for filing joint informative motion regarding PREPA RFQ process. | .20 | 290.00 | 58.00 |
| 11/01/18 | JAC | 208 | Revise memorandum regarding property rights and contracts rights under Puerto Rico law. | 3.10 | 170.00 | 527.00 |
| 11/01/18 | ETF | 208 | Editing memo regarding distinction between property rights and contract rights under PR law. | 3.70 | 200.00 | 740.00 |
| 11/02/18 | JRC | 208 | Review and analyze memorandum regarding in rem versus in personam rights under the PR Code. | .60 | 340.00 | 204.00 |
| 11/02/18 | HDB | 206 | Review OMM's comments to P. Possinger's edits to Informative Motion regarding PREPA's RFQ Process. (.20) Revise and sign-off on revisions to i for informative Motion. (.10) | .30 | 290.00 | 87.00 |
| 11/02/18 | HDB | 210 | Revise and analyze draft memorandum regarding property rights and contract rights under Puerto Rico Law. | .40 | 290.00 | 116.00 |
| 11/02/18 | JAC | 208 | Analyze Puerto Rico case law regarding the distinction between property rights and contract rights. | 2.20 | 170.00 | 374.00 |
| 11/02/18 | JAC | 208 | Draft new sections to memorandum regarding property rights and contract rights under Puerto Rico law. | 2.40 | 170.00 | 408.00 |
| 11/02/18 | ETF | 208 | Continue revising memo regarding real and credit rights under PR law. | 2.30 | 200.00 | 460.00 |

Bill #: 340777

December 5, 2018

| | | | | | | |
|----------|-----|-----|--|------|--------|--------|
| 11/03/18 | JRC | 208 | Provide comments to revised draft of memorandum regarding in rem versus in personam rights under the PR Civil Code. | .50 | 340.00 | 170.00 |
| 11/03/18 | ETF | 208 | Revise memo regarding distinction between real rights and credit rights under PR law. | 1.70 | 200.00 | 340.00 |
| 11/04/18 | HDB | 202 | Review final memorandum discussing real v. personal rights under Puerto Rico Law. | .30 | 290.00 | 87.00 |
| 11/04/18 | ETF | 208 | Proofread memo regarding real and credits rights under PR law. | .40 | 200.00 | 80.00 |
| 11/05/18 | HDB | 208 | Review pleadings in preparation for call with Proskauer and Greenberg to discuss strategy regarding Pan American Grain's Motion for Relief from Automatic Stay. (.20) Tel. conf. with K. Finger, M. Zerjal and P. Possinger in preparation for arguments on stay relief motion at the omnibus hearing. (.40) | .60 | 290.00 | 174.00 |
| 11/06/18 | UMF | 224 | Draft monthly fee application for September 2018 in the Title III case of PREPA. | .40 | 210.00 | 84.00 |
| 11/06/18 | UMF | 224 | Draft amended monthly fee application for July 2018 in the Title III case of PREPA. | .50 | 210.00 | 105.00 |
| 11/07/18 | UMF | 224 | Draft letter to Notice Parties regarding amended monthly fee application for July 2018 in the Title III Case of PREPA. | .40 | 210.00 | 84.00 |
| 11/08/18 | UMF | 224 | Review and finalize monthly fee application for September 2018 in the Title III case of PREPA. | .30 | 210.00 | 63.00 |
| 11/08/18 | UMF | 224 | Draft and finalize amended monthly statement of PREPA for July 2018. | .40 | 210.00 | 84.00 |
| 11/13/18 | MMB | 219 | Docket court notice received by email dated November 9, 2018, regarding deadlines in relation with transcript of November 7, 2018 hearing - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 11/14/18 | HDB | 212 | Tel. conf. with F. Agrait regarding PREPA reform bill. (.10) Draft e-mail to P. Possinger and Proskauer regarding the same. (.10) | .20 | 290.00 | 58.00 |
| 11/14/18 | ETF | 201 | Review latest amendments to Senate Bill 1121 related to PREPA ERS. | .20 | 200.00 | 40.00 |

Bill #: 340777

December 5, 2018

| | | | | | | |
|----------|-----|-----|--|-----|--------|-------|
| 11/14/18 | MMB | 219 | Docket court notice received by email dated October 30, 2018, regarding order dkt. 1003 setting deadline for PREPA to file notices of removal - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |
| 11/16/18 | DJP | 218 | File the Fourth Interim Fee Application of McKinsey & Company, Inc. Washington D.C. as Consulting Services Provider to the Financial Oversight and Management Board for Puerto Rico, as Representative of Debtor, the Puerto Rico Electric Power Authority, for the Period from June 1, 2018 through September 30, 2018, through the court's electronic filing system. | .30 | 180.00 | 54.00 |
| 11/16/18 | DJP | 218 | Email Prime Clerk LLC to request service of the Fourth Interim Fee Application of McKinsey & Company, Inc. Washington D.C. as Consulting Services Provider to the Financial Oversight and Management Board for Puerto Rico, as Representative of Debtor, the Puerto Rico Electric Power Authority, for the Period from June 1, 2018 through September 30, 2018. | .10 | 180.00 | 18.00 |
| 11/21/18 | HDB | 208 | Receive and review Memo from F. Agrait, counsel for PV Properties, requesting deferment of consideration of Lift Stay Memorandum, pending approval of legislation. (.20) Draft e-mail to P. Possinger's and E. Barak regarding request by PV Properties. (.10) | .30 | 290.00 | 87.00 |
| 11/29/18 | HDB | 208 | Review memorandum by F. Agrait regarding enforcement of certain portions of the energy reform bill. (.10) Draft e-mail to K. Refined regarding same. (.10) | .20 | 290.00 | 58.00 |
| 11/29/18 | MMB | 219 | Docket court notice received by email dated November 20, 2018, regarding order dkt. 1034 setting deadline to file joint status report in connection with Wide Range Corporation's MLS - H. Bauer, U. Fernandez, D. Pérez. | .10 | 135.00 | 13.50 |

| | |
|-----------------------------|-------------|
| TOTAL PROFESSIONAL SERVICES | \$ 4,687.50 |
|-----------------------------|-------------|

| | |
|---------------|-------------------|
| Less Discount | <u>\$ -468.75</u> |
|---------------|-------------------|

| | |
|----------------------------|-------------|
| NET PROFESSIONAL SERVICES: | \$ 4,218.75 |
|----------------------------|-------------|

Bill #: 340777

December 5, 2018

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------------|--------------|-------------|--------------------|
| JOSE R. CACHO | 1.10 | 340.00 | 374.00 |
| HERMANN BAUER | 2.80 | 290.00 | 812.00 |
| UBALDO M. FERNANDEZ BARRERA | 2.00 | 210.00 | 420.00 |
| DANIEL J. PEREZ REFOJOS | .40 | 180.00 | 72.00 |
| JORGE A. CANDELARIA | 7.70 | 170.00 | 1,309.00 |
| EMILIANO TRIGO FRITZ | 8.30 | 200.00 | 1,660.00 |
| MILAGROS MARCANO BAEZ | .30 | 135.00 | 40.50 |
| Total | 22.60 | | \$ 4,687.50 |

TOTAL THIS INVOICE

\$ 4,218.75

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

-----X

| | |
|--|-------------------------|
| In re: | PROMESA |
| | Title III |
| THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, | |
| as representative of | Case No. 17 BK 3283-LTS |
| THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> | (Jointly Administered) |
| Debtors. ¹ | |

-----X

| | |
|--|-------------------------|
| In re: | PROMESA |
| | Title III |
| THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, | |
| as representative of | Case No. 17 BK 4780-LTS |
| PUERTO RICO ELECTRIC POWER AUTHORITY, | |
| Debtor. | |

-----X

**COVER SHEET TO EIGHTEENTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR
PUERTO RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO
ELECTRIC POWER AUTHORITY ("PREPA") FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018**

¹ The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

| | |
|---|---|
| Name of applicant | O'Neill & Borges LLC ("O&B") |
| Authorized to provide professional services to: | Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b) |
| Time period covered by this application: | December 1, 2018 through December 31, 2018 |
| Amount of compensation sought as actual, reasonable and necessary: | \$3,899.70 |
| Amount of expense reimbursement sought as actual, reasonable and necessary: | \$0.00 |
| Total amount for this invoice: | \$3,899.70 |

This is a: X monthly ___ interim ___ final application

This is O&B's eighteenth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for December 2018.

/s/ Jaime A. El Koury

Jaime A. El Koury

General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On March 8, 2019 sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienenstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

O'Melveny & Myers LLP
Times Square Tower, 7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhland, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

Counsel for PR Fiscal Agency and Financial Advisory Authority:

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico

Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite 1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq., aaneses@cstlawpr.com

Counsel for the Official Committee of Retired Employees:

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequiera, Esq., ajb@bennazar.org

Jenner & Block LLP
919 Third Ave
New York NY 10022
Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteegen@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting, Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Assistant Secretary of Internal Revenue and Tax Policy, Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
Onee East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

Counsel for U.S. Bank National Association:

Maslon LLP
90 South Seventh Street
Suite 3300
Minneapolis, MN 55402
Attn: Clark T. Whitmore, Esq.,
clark.whitmore@maslon.com
William Z. Pentelovitch, Esq.,
bill.pentelovitch@maslon.com
John T. Duffey, Esq., john.duffey@maslon.com
Jason M. Reed, Esq., jason.reed@maslon.com

Rivera, Tulla and Ferrer, LLC
50 Quisqueya Street
San Juan, PR 00917
Attn: Eric A. Tulla, Esq., etulla@riveratulla.com
Iris J. Cabrera-Gómez, Esq., icabrera@riveratulla.com

| <u>PREPA TITLE III</u> | | | | | |
|--|------------------------------------|-------------------|------------------------------------|-----------------------------------|-------------------------------|
| <u>Summary of Legal Fees for the Period December 1 through December 31, 2018</u> | | | | | |
| Professional | Position/Title | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
| Jorge L. Capo | Special Counsel | Labor | \$ 295.00 | 4.40 | \$ 1,298.00 |
| Hermann D. Bauer | Member | Litigation | \$ 305.00 | 5.60 | \$ 1,708.00 |
| Ubaldo M. Fernandez Barrera | Jr. Member | Litigation | \$ 220.00 | 0.50 | \$ 110.00 |
| Emiliano Trigo Fritz | Jr. Member | Corporate | \$ 210.00 | 0.60 | \$ 126.00 |
| Daniel J. Perez Refojos | Associate | Litigation | \$ 190.00 | 4.90 | \$ 931.00 |
| Milagros Marcano Baez | Paralegal | Litigation | \$ 140.00 | 0.50 | \$ 70.00 |
| Vanessa Sanchez | Paralegal | Litigation | \$ 150.00 | 0.60 | \$ 90.00 |
| | Totals | | | 17.10 | \$ 4,333.00 |
| | Less: 10% Courtesy discount | | | | \$ (433.30) |
| SUMMARY OF LEGAL FEES | | | | | \$ 3,899.70 |
| | | | | | |
| | | | | | |
| <u>PREPA TITLE III</u> | | | | | |
| <u>Summary of Disbursements for the Period December 1 through December 31, 2018</u> | | | | | |
| Description - Expenses | | | Amounts | | |
| | | | \$ | | - |
| | Totals | | | | \$ - |
| SUMMARY OF DISBURSEMENTS | | | | | \$ - |

| <u>PREPA TITLE III</u> | | | |
|---|--|---------------------------|-----------------------------|
| <u>Summary of Legal Fees for the Period December 1 through December 31, 2018</u> | | | |
| Task Code | Matter Description | Total Billed Hours | Total Fees Requested |
| 201 | Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants | 0.60 | \$ 126.00 |
| 206 | Documents filed on behalf of the Board | 10.90 | \$ 2,717.00 |
| 208 | Stay Matters | 1.20 | \$ 366.00 |
| 209 | Adversary Proceeding | 0.50 | \$ 152.50 |
| 210 | Analysis and Strategy | 0.40 | \$ 122.00 |
| 212 | General Administration and Governance | 0.60 | \$ 183.00 |
| 219 | Docketing | 0.50 | \$ 70.00 |
| 221 | Discovery/2004 Examinations | 1.30 | \$ 396.50 |
| 224 | Fee Applications-O&B | 1.10 | \$ 200.00 |
| | | | \$4,333.00 |
| | | | |
| | Less: 10% Courtesy Discount | | \$ (433.30) |
| | | | |
| | TOTALS | 17.10 | \$3,899.70 |

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$3,509.73, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$3,509.73.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

CELO LAZAR-MUNOZ RIVERA, SUCR 800
SAN JUAN, PR 00918-1813
TEL (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

January 4, 2019
Bill #: 341311
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
December 31, 2018:

Client.Matter: P1705 - 1

RE: GENERAL-PREPA TITLE III 17-4780

| | |
|-----------------------------|-------------------|
| Total Professional Services | \$ 1,033.00 |
| Less Discount | <u>\$ -103.30</u> |
| Net Professional Services | \$ 929.70 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 929.70 |

O'NEILL & BORGES LLC

DE SOLA MEMBERSHIP GENERAL SERVICE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1705 . 1
RE: GENERAL-PREPA TITLE III 17-4780

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|---|-------|--------|--------|
| 12/05/18 | IIDB | 206 | Revise Stipulation and Proposed Order Regarding Official Committee of Unsecured Creditors' Participation In Discovery and Briefing Relating to Motion for Relief From Automatic Stay to Seek Appointment of Receiver. | .20 | 305.00 | 61.00 |
| 12/05/18 | UMF | 224 | Draft sixteenth monthly fee application of O'Neill & Borges LLC for the month of October 2018 in the PREPA Title III case. | .50 | 220.00 | 110.00 |
| 12/05/18 | VSN | 224 | As requested by U. Fernandez, review and compile October 2018 monthly fee application for PREPA Title III Case No. 17-4780. | .60 | 150.00 | 90.00 |
| 12/10/18 | HDB | 208 | Revise Stipulation to Extend Deadlines in connection with Monoline Stay Relief Motion. | .20 | 305.00 | 61.00 |
| 12/10/18 | DJP | 206 | Analyze the Notice of Presentment of Stipulation and Proposed Order to Extend the Deadlines Set Forth in the Court's Order Entered on November 13, 2018 (ECF No. 1019), in anticipation of its filing. | .30 | 190.00 | 57.00 |
| 12/10/18 | DJP | 206 | Analyze the Stipulation and Proposed Order to Extend the Deadlines Set Forth in the Court's Order Entered on November 13, 2018 (ECF No. 1019), in anticipation of its filing. | .30 | 190.00 | 57.00 |
| 12/10/18 | DJP | 206 | Analyze the Proposed Order Revising Deadlines Set Forth in the Court's Order Entered on November 13, 2018 (ECF No. 1019), in anticipation of its filing. | .30 | 190.00 | 57.00 |

Bill #: 341311

January 4, 2019

| | | | | | | |
|----------|-----|-----|---|-----|--------|--------|
| 12/10/18 | DJP | 206 | File the Notice of Presentment of Stipulation and Proposed Order to Extend the Deadlines Set Forth in the Court's Order Entered on November 13, 2018 (ECF No. 1019), and related documents, through the court's electronic filing system. | .20 | 190.00 | 38.00 |
| 12/10/18 | DJP | 206 | Draft email to the presiding judge attaching stamped version of the Notice of Presentment of Stipulation and Proposed Order to Extend the Deadlines Set Forth in the Court's Order Entered on November 13, 2018 (ECF No. 1019). | .20 | 190.00 | 38.00 |
| 12/10/18 | DJP | 206 | Draft email to Prime Clerk LLC requesting service of the Notice of Presentment of Stipulation and Proposed Order to Extend the Deadlines Set Forth in the Court's Order Entered on November 13, 2018 (ECF No. 1019). | .10 | 190.00 | 19.00 |
| 12/14/18 | HDB | 208 | Exchange e-mails with G. Mashberg regarding PREPA Stay Relief Motion. | .20 | 305.00 | 61.00 |
| 12/18/18 | HDB | 208 | Tel. conf. with G. Mashberg and others at Proskauer regarding strategy and legal issues regarding Monolines stay relief motion. | .60 | 305.00 | 183.00 |
| 12/18/18 | ETF | 201 | Respond to Proskauer email regarding PREPA trust agreement receivership provisions. | .60 | 210.00 | 126.00 |
| 12/26/18 | MMB | 219 | Docket court notice received by email dated December 21, 2018, regarding order dkt. 4551 setting new deadlines - H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |
| 12/27/18 | HDB | 208 | Review Order approving Stipulation for Protective Order regarding discovery on stay relief motion by the Monolines for appointment of a receiver. | .20 | 305.00 | 61.00 |

TOTAL PROFESSIONAL SERVICES \$ 1,033.00

Less Discount \$ -103.30

NET PROFESSIONAL SERVICES: \$ 929.70

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------------|-------|--------|--------|
| HERMANN BAUER | 1.40 | 305.00 | 427.00 |
| UBALDO M. FERNANDEZ BARRERA | .50 | 220.00 | 110.00 |

Bill #: 341311

January 4, 2019

| | | | |
|-------------------------|-------------|--------|--------------------|
| EMILIANO TRIGO FRITZ | .60 | 210.00 | 126.00 |
| DANIEL J. PEREZ REFOJOS | 1.40 | 190.00 | 266.00 |
| MILAGROS MARCANO BAEZ | .10 | 140.00 | 14.00 |
| VANESSA SANCHEZ | .60 | 150.00 | 90.00 |
| Total | 4.60 | | \$ 1,033.00 |

TOTAL THIS INVOICE

\$ 929.70

O'NEILL & BORGES LLC

250 CAYMAN LANE SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

FOMB IN RE PREPA TITLE III

January 4, 2019
Bill #: 341312
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
December 31, 2018:

Client.Matter: P1705 - 804

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

| | |
|-----------------------------|--------------------|
| Total Professional Services | \$ 2,793.50 |
| VOLUME DISCOUNT | <u>\$ -279.35</u> |
| Net Professional Services | \$ 2,514.15 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 2,514.15 |

IN ACCOUNT WITH

DESOLAR MORALES RIVERA, SOFIA 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 804

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|---|-------|--------|--------|
| 12/10/18 | HDB | 212 | Review issues regarding extension of time to file complaint. (.10) Tel. conf. with R. Emmanuelli. (.20) Draft e-mail to J. Richman. (.10) | .40 | 305.00 | 122.00 |
| 12/10/18 | DJP | 206 | Finalize the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants To Extend All Remaining Defendants' Time to Answer the Amended Adversary Complaint, in anticipation of its filing. | .40 | 190.00 | 76.00 |
| 12/10/18 | DJP | 206 | Finalize the Proposed Order to be filed together with the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants To Extend All Remaining Defendants' Time to Answer the Amended Adversary Complaint. | .20 | 190.00 | 38.00 |
| 12/10/18 | DJP | 206 | File the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants To Extend All Remaining Defendants' Time to Answer the Amended Adversary Complaint, through the court's electronic filing system. | .20 | 190.00 | 38.00 |
| 12/10/18 | DJP | 206 | Draft email to the presiding judge attaching stamped version of the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants To Extend All Remaining Defendants' Time to Answer the Amended Adversary Complaint. | .20 | 190.00 | 38.00 |

Bill #: 341312

January 4, 2019

| | | | | | | |
|----------|-----|-----|--|------|--------|----------|
| 12/11/18 | DJP | 206 | Analyze order granting the Unopposed Urgent Motion of Financial Oversight and Management Board for Puerto Rico and the Individual Defendants to Extend All Remaining Defendants' Time to Answer the Amended Adversary Complaint. | .20 | 190.00 | 38.00 |
| 12/12/18 | HDB | 212 | Review J. Richman's e-mails regarding meet and confer regarding discovery issues. | .20 | 305.00 | 61.00 |
| 12/12/18 | MMB | 219 | Docket court notice received by email dated December 11, 2018, regarding deadline for FOMB and individual defendants to file answer to amended adversary complaint - H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |
| 12/14/18 | JLC | 206 | Review email from J. Richman. (.30) Review draft answer to amended complaint. (3.60) Draft email to the Proskauer team with response strategy recommendations. (.50) | 4.40 | 295.00 | 1,298.00 |
| 12/14/18 | HDB | 206 | Review J. Capo's Comments to the draft Answer to the Complaint. | .20 | 305.00 | 61.00 |
| 12/17/18 | HDB | 206 | Exchange e-mail with J. Richman regarding answer to complaint. (.20) Revise and sign-off to Answer of Defendants Puerto Rico Electric Power Authority and the Commonwealth of Puerto Rico to the Amended Adversary Complaint. (.60) Review C. Sobrino's response to the Complaint. (.40) | 1.20 | 305.00 | 366.00 |
| 12/17/18 | DJP | 206 | Analyze the Answer of Defendants Puerto Rico Electric Power Authority and the Commonwealth of Puerto Rico to the Amended Adversary Complaint, in anticipation of its filing. | .80 | 190.00 | 152.00 |
| 12/17/18 | DJP | 206 | File the Answer of Defendants Puerto Rico Electric Power Authority and the Commonwealth of Puerto Rico to the Amended Adversary Complaint, through the court's electronic filing system. | .20 | 190.00 | 38.00 |
| 12/17/18 | DJP | 206 | Draft email to the Presiding Judge attaching stamped version of the Answer of Defendants Puerto Rico Electric Power Authority and the Commonwealth of Puerto Rico to the Amended Adversary Complaint. | .20 | 190.00 | 38.00 |
| 12/17/18 | DJP | 206 | Draft email to Prime Clerk LLC requesting service of the Answer of Defendants Puerto Rico Electric Power Authority and the Commonwealth of Puerto Rico to the Amended Adversary Complaint. | .10 | 190.00 | 19.00 |

Bill #: 341312

January 4, 2019

| | | | | | | |
|----------|-----|-----|---|------|--------|--------|
| 12/18/18 | HDB | 221 | Analyze PREPA's Rule 26(f) Disclosures. (.60) | 1.30 | 305.00 | 396.50 |
| | | | Participate in Conf. Call with OMM, Proskauer, DOJ | | | |
| | | | and others in preparation for Rule 26(f) call with | | | |
| | | | UTIER. (.40) Participate in meet and confer with | | | |
| | | | counsel for Plaintiff, R. Emmanuelli, and counsel for | | | |
| | | | Defendants. (.30) | | | |

| | |
|-----------------------------|-------------|
| TOTAL PROFESSIONAL SERVICES | \$ 2,793.50 |
|-----------------------------|-------------|

| | |
|-----------------|-------------------|
| VOLUME DISCOUNT | <u>\$ -279.35</u> |
|-----------------|-------------------|

| | |
|----------------------------|-------------|
| NET PROFESSIONAL SERVICES: | \$ 2,514.15 |
|----------------------------|-------------|

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|--------------|--------|--------------------|
| JORGE L. CAPO | 4.40 | 295.00 | 1,298.00 |
| HERMANN BAUER | 3.30 | 305.00 | 1,006.50 |
| DANIEL J. PEREZ REFOJOS | 2.50 | 190.00 | 475.00 |
| MILAGROS MARCANO BAEZ | .10 | 140.00 | 14.00 |
| Total | 10.30 | | \$ 2,793.50 |

| | |
|--------------------|-------------|
| TOTAL THIS INVOICE | \$ 2,514.15 |
|--------------------|-------------|

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

January 4, 2019
Bill #: 341313
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
December 31, 2018:

Client.Matter: P1705 - 805

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 478.50 |
| VOLUME DISCOUNT | <u>\$ -47.85</u> |
| Net Professional Services | \$ 430.65 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 430.65 |

IN ACCOUNT WITH

ESOLIVE MONROZ RIVERA, Esq. 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
Fax (787) 753-8944

O'NEILL & BORGES LLC

Client Matter: P1705 . 805

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|--|-------|--------|--------|
| 12/03/18 | HDB | 209 | Follow-up with counsel for PREB regarding continuance of 17-ap-256 status conference deadline. | .20 | 305.00 | 61.00 |
| 12/04/18 | HDB | 209 | Revise draft Motion for Extension of Time to file a Joint Status Report (.20) and draft e-mail F. Agrait and Y. Gonzalez regarding same. (.10) | .30 | 305.00 | 91.50 |
| 12/06/18 | HDB | 210 | Follow-up with counsel for PREB and ICSE regarding draft motion for extension of time. (.10) Draft e-mail to L. Stafford. (.10) Revise on Motion for Extension of Time for filing. (.20) | .40 | 305.00 | 122.00 |
| 12/06/18 | DJP | 206 | Analyze draft of the Joint Urgent Motion of All Parties for 45-Day Extension of Time to File Status Report, in anticipation of its filing. | .40 | 190.00 | 76.00 |
| 12/06/18 | DJP | 206 | Analyze proposed order in support of the Joint Urgent Motion of All Parties for 45-Day Extension of Time to File Status Report, in anticipation of its filing. | .20 | 190.00 | 38.00 |
| 12/06/18 | DJP | 206 | File the Joint Urgent Motion of All Parties for 45-Day Extension of Time to File Status Report, through the court's electronic filing system. | .20 | 190.00 | 38.00 |
| 12/06/18 | DJP | 206 | Draft email to assigned magistrate judge attaching the Joint Urgent Motion of All Parties for 45-Day Extension of Time to File Status Report. | .20 | 190.00 | 38.00 |
| 12/07/18 | MMB | 219 | Docket court notice received by email dated December 6, 2018, regarding order dkt. 56 on deadline to file joint status report- H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |

TOTAL PROFESSIONAL SERVICES

\$ 478.50

VOLUME DISCOUNT

\$ -47.85

Bill #: 341313

January 4, 2019

NET PROFESSIONAL SERVICES:

\$ 430.65

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|--------------|-------------|------------------|
| HERMANN BAUER | .90 | 305.00 | 274.50 |
| DANIEL J. PEREZ REFOJOS | 1.00 | 190.00 | 190.00 |
| MILAGROS MARCANO BAEZ | .10 | 140.00 | 14.00 |
| Total | 2.00 | | \$ 478.50 |

TOTAL THIS INVOICE

\$ 430.65

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

January 4, 2019
Bill #: 341314
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
December 31, 2018:

Client.Matter: P1705 - 808

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

| | |
|-----------------------------|-----------------|
| Total Professional Services | \$ 14.00 |
| VOLUME DISCOUNT | <u>\$ -1.40</u> |
| Net Professional Services | \$ 12.60 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 12.60 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 808

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|----------|------|------|---|-------|--------|--------|
| 12/05/18 | MMB | 219 | Docket court notice received by email dated November 29, 2018, regarding order dkt. 41 staying the proceedings - C. Garcia, H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |

TOTAL PROFESSIONAL SERVICES \$ 14.00

VOLUME DISCOUNT \$ -1.40

NET PROFESSIONAL SERVICES: \$ 12.60

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------|-------|--------|----------|
| MILAGROS MARCANO BAEZ | .10 | 140.00 | 14.00 |
| Total | .10 | | \$ 14.00 |

TOTAL THIS INVOICE \$ 12.60

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

January 4, 2019
Bill #: 341315
Billing Attorney: IIDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
December 31, 2018:

Client.Matter: P1705 - 812

RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

| | |
|-----------------------------|-----------------|
| Total Professional Services | \$ 14.00 |
| VOLUME DISCOUNT | <u>\$ -1.40</u> |
| Net Professional Services | \$ 12.60 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 12.60 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 812

RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|-----------------------------|------|------|--|-------|----------|--------|
| 12/05/18 | MMB | 219 | Docket court notice received by email dated November 29, 2018, regarding order dkt. 19 setting briefing schedule - H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |
| TOTAL PROFESSIONAL SERVICES | | | | | \$ 14.00 | |
| VOLUME DISCOUNT | | | | | \$ -1.40 | |
| NET PROFESSIONAL SERVICES: | | | | | \$ 12.60 | |

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------|------------|--------|-----------------|
| MILAGROS MARCANO BAEZ | .10 | 140.00 | 14.00 |
| Total | .10 | | \$ 14.00 |

TOTAL THIS INVOICE

\$ 12.60

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----X

In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.¹

-----X

In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 4780-LTS

PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

-----X

**COVER SHEET TO NINETEENTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR
PUERTO RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO
ELECTRIC POWER AUTHORITY ("PREPA") FOR THE PERIOD OF
JANUARY 1, 2019 THROUGH JANUARY 31, 2019**

¹ The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

| | |
|---|---|
| Name of applicant | O'Neill & Borges LLC ("O&B") |
| Authorized to provide professional services to: | Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b) |
| Time period covered by this application: | January 1, 2019 through January 31, 2019 |
| Amount of compensation sought as actual, reasonable and necessary: | \$2,069.10 |
| Amount of expense reimbursement sought as actual, reasonable and necessary: | \$0.00 |
| Total amount for this invoice: | \$2,069.10 |

This is a: X monthly ___ interim ___ final application

This is O&B's nineteenth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for January 2019.

/s/ Jaime A. El Koury

Jaime A. El Koury

General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On April 1st, 2019 sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienenstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

O'Melveny & Myers LLP
Times Square Tower, 7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhlund, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

Counsel for PR Fiscal Agency and Financial Advisory Authority:

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico

Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despins, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite 1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jcasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq., aaneses@cstlawpr.com

Counsel for the Official Committee of Retired Employees:

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequeira, Esq., ajb@bennazar.org

Jenner & Block LLP
919 Third Ave
New York NY 10022
Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteegen@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting, Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Assistant Secretary of Internal Revenue and Tax Policy, Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
Onee East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

Counsel for U.S. Bank National Association:

Maslon LLP
90 South Seventh Street
Suite 3300
Minneapolis, MN 55402
Attn: Clark T. Whitmore, Esq.,
clark.whitmore@maslon.com
William Z. Pentelovitch, Esq.,
bill.pentelovitch@maslon.com
John T. Duffey, Esq., john.duffey@maslon.com
Jason M. Reed, Esq., jason.reed@maslon.com

Rivera, Tulla and Ferrer, LLC
50 Quisqueya Street
San Juan, PR 00917
Attn: Eric A. Tulla, Esq., etulla@riveratulla.com
Iris J. Cabrera-Gómez, Esq., icabrera@riveratulla.com

| <u>PREPA TITLE III</u> | | | | | |
|--|------------------------------------|-------------------|------------------------------------|-----------------------------------|-------------------------------|
| <u>Summary of Legal Fees for the Period January 1 through January 31, 2019</u> | | | | | |
| Professional | Position/Title | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
| Hermann D. Bauer | Member | Litigation | \$ 305.00 | 5.10 | \$ 1,555.50 |
| Ubaldo M. Fernandez Barrera | Jr. Member | Litigation | \$ 220.00 | 1.90 | \$ 418.00 |
| Gabriel Miranda Rivera | Associate | Litigation | \$ 185.00 | 0.90 | \$ 166.50 |
| Milagros Marciano Baez | Paralegal | Litigation | \$ 140.00 | 0.60 | \$ 84.00 |
| Vanessa Sanchez | Paralegal | Litigation | \$ 150.00 | 0.50 | \$ 75.00 |
| | Totals | | | 9.00 | \$ 2,299.00 |
| | Less: 10% Courtesy discount | | | | \$ (229.90) |
| SUMMARY OF LEGAL FEES | | | | | \$ 2,069.10 |
| | | | | | |
| | | | | | |
| <u>PREPA TITLE III</u> | | | | | |
| <u>Summary of Disbursements for the Period January 1 through January 31, 2019</u> | | | | | |
| Description - Expenses | | | Amounts | | |
| | | | \$ | | - |
| | Totals | | | | \$ - |
| SUMMARY OF DISBURSEMENTS | | | | | \$ - |

| <u>PREPA TITLE III</u> | | | |
|---|--|---------------------------|-----------------------------|
| <u>Summary of Legal Fees for the Period January 1 through January 31, 2019</u> | | | |
| Task Code | Matter Description | Total Billed Hours | Total Fees Requested |
| 206 | Documents filed on behalf of the Board | 0.30 | \$ 55.50 |
| 208 | Stay Matters | 0.60 | \$ 183.00 |
| 209 | Adversary Proceeding | 4.90 | \$ 1,303.50 |
| 212 | General Administration and Governance | 1.20 | \$ 366.00 |
| 219 | Docketing | 0.60 | \$ 84.00 |
| 221 | Discovery/2004 Examinations | 0.40 | \$ 122.00 |
| 224 | Fee Applications-O&B | 1.00 | \$ 185.00 |
| | | | \$ 2,299.00 |
| | | | |
| | Less: 10% Courtesy Discount | | \$ (229.90) |
| | | | |
| | TOTALS | 9.00 | \$ 2,069.10 |

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$1,862.19, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$1,862.19.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

February 5, 2019
Bill #: 343982
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
January 31, 2019:

Client.Matter: P1705 - 1

RE: GENERAL-PREPA TITLE III 17-4780

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 396.00 |
| Less Discount | <u>\$ -39.60</u> |
| Net Professional Services | \$ 356.40 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 356.40 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 1

RE: GENERAL-PREPA TITLE III 17-4780

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|---------|------|------|---|-------|--------|--------|
| 1/01/19 | HDB | 208 | Review Stay Relief Notice filed by Maria Desiree Pagan Beauchamp, her husband Antonio Cayetano Pou Martinez and the Conjugal Partnership. | .20 | 305.00 | 61.00 |
| 1/14/19 | UMF | 224 | Draft nineteenth monthly fee application of O'Neill & Borges in the Title III case of PREPA. | .50 | 220.00 | 110.00 |
| 1/15/19 | VSN | 224 | As requested by U. Fernandez, compile November 2018 monthly fee application exhibits for PREPA Title III Case No. 17-4780. | .30 | 150.00 | 45.00 |
| 1/18/19 | VSN | 224 | As requested by U. Fernandez, finalize November 2018 monthly fee application for PREPA Title III Case No. 17-4780 after approval of J. L. Koury. | .20 | 150.00 | 30.00 |
| 1/25/19 | HDB | 208 | Analyze Memorandum of Interest by Creditor Whitefish Energy Holdings, LLC to Clarify the Record as Stated in Motion of National Public Finance Guarantee Corporation, Assured Guaranty Corp., Assured Guaranty Municipal Corp., and Syncora Guarantee Inc. for Relief from the Automatic Stay to Allow Movants to Enforce their Statutory Right to Have a Receiver Appointed. | .20 | 305.00 | 61.00 |
| 1/25/19 | HDB | 208 | Revise Stipulation resetting deadlines on the PREPA Bondholders Stay Relief Motion. | .20 | 305.00 | 61.00 |
| 1/29/19 | MMB | 219 | Docket court notice received by email dated January 29, 2019, regarding order dkt. 1044 setting deadline to file response, reply, motion hearing - H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |

O'Neill & Borges LLC

Bill #: 343982

February 5, 2019

| | | | | | | |
|---------|-----|-----|---|-----|--------|-------|
| 1/30/19 | MMB | 219 | Docket court notice received by email dated January 29, 2019, regarding order dkt. 1061 vacating scheduling order, setting deadline for parties' proposed revised schedules - H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |
|---------|-----|-----|---|-----|--------|-------|

| | |
|-----------------------------|-----------|
| TOTAL PROFESSIONAL SERVICES | \$ 396.00 |
|-----------------------------|-----------|

| | |
|---------------|------------------|
| Less Discount | <u>\$ -39.60</u> |
|---------------|------------------|

| | |
|----------------------------|-----------|
| NET PROFESSIONAL SERVICES: | \$ 356.40 |
|----------------------------|-----------|

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------------|-------------|--------|------------------|
| HERMANN BAUER | .60 | 305.00 | 183.00 |
| UBALDO M. FERNANDEZ BARRERA | .50 | 220.00 | 110.00 |
| MILAGROS MARCANO BAEZ | .20 | 140.00 | 28.00 |
| VANESSA SANCHEZ | .50 | 150.00 | 75.00 |
| Total | 1.80 | | \$ 396.00 |

| | |
|---------------------------|------------------|
| TOTAL THIS INVOICE | \$ 356.40 |
|---------------------------|------------------|

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

February 5, 2019
Bill #: 343983
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
January 31, 2019:

Client.Matter: P1705 - 804

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 122.00 |
| VOLUME DISCOUNT | <u>\$ -12.20</u> |
| Net Professional Services | \$ 109.80 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 109.80 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 804

RE: 17-00229-LTS UTIER V. PREPA ET AL-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|---------|------|------|--|-------|--------|--------|
| 1/31/19 | HDB | 221 | Review e-mail from J. Richman regarding discovery issues. (.20) Review proposed 26(f) Conf. schedule (.20) | .40 | 305.00 | 122.00 |

TOTAL PROFESSIONAL SERVICES \$ 122.00

VOLUME DISCOUNT \$ -12.20

NET PROFESSIONAL SERVICES: \$ 109.80

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|---------------|------------|--------|------------------|
| HERMANN BAUER | .40 | 305.00 | 122.00 |
| Total | .40 | | \$ 122.00 |

TOTAL THIS INVOICE \$ 109.80

250 AVE MUNOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

February 5, 2019
Bill #: 343984
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
January 31, 2019:

Client.Matter: P1705 - 805

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 790.50 |
| VOLUME DISCOUNT | <u>\$ -79.05</u> |
| Net Professional Services | \$ 711.45 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 711.45 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 805

RE: 17-00256-LTS PREPA ET AL V. PUERTO RICO ENERGY COMM.-HDB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|---------|------|------|---|-------|--------|--------|
| 1/17/19 | HDB | 209 | Draft e-mail to counsel for ICSE regarding status report. | .20 | 305.00 | 61.00 |
| 1/18/19 | HDB | 209 | Review e-mail from PREB regarding status report. (.20) Tel. conf. with counsel for PREB. (.20) Revise draft Motion for extension of time. (.30) Draft e-mail to M. Dale concerning comments to draft motion. (.20) | .90 | 305.00 | 274.50 |
| 1/19/19 | HDB | 209 | Revise and edit draft Urgent Motion drafted by counsel for PREB. (.30) Draft e-mail to M. Dale regarding same. (.10) | .40 | 305.00 | 122.00 |
| 1/21/19 | HDB | 209 | Tel. conf with F. Agrait regarding extension of time to file status report in 17-AP (.20) Follow-up with Y. Gonzalez regarding same. (.10) | .30 | 305.00 | 91.50 |
| 1/21/19 | GMR | 209 | Edit the draft of Third Urgent Motion for an Extension of Time to file Status Report on Adversary No. 17- 00256 pursuant to local rules regarding urgent motions. | .60 | 185.00 | 111.00 |
| 1/21/19 | GMR | 206 | File third urgent joint motion for an extension of time to file status report on Adversary Proceeding 17-00256. | .30 | 185.00 | 55.50 |
| 1/23/19 | HDB | 209 | Review Order setting briefing schedule in 17-AP-256. | .20 | 305.00 | 61.00 |
| 1/28/19 | MMB | 219 | Docket court notice received by email dated January 23, 2019, regarding order dkt. 58 in relation with third urgent joint motion for extension of time - H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |

TOTAL PROFESSIONAL SERVICES \$ 790.50

VOLUME DISCOUNT \$ -79.05

NET PROFESSIONAL SERVICES: \$ 711.45

Bill #: 343984

February 5, 2019

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-------------------------|--------------|-------------|------------------|
| HERMANN BAUER | 2.00 | 305.00 | 610.00 |
| MIRANDA RIVERA, GABRIEL | .90 | 185.00 | 166.50 |
| MILAGROS MARCANO BAEZ | .10 | 140.00 | 14.00 |
| Total | 3.00 | | \$ 790.50 |

TOTAL THIS INVOICE

\$ 711.45

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

February 5, 2019
Bill #: 343985
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
January 31, 2019:

Client.Matter: P1705 - 808

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 288.50 |
| VOLUME DISCOUNT | <u>\$ -28.85</u> |
| Net Professional Services | \$ 259.65 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 259.65 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 808

RE: 18-00024-LTS PREPA V. PR ENERGY COMMISSION-CGB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|---------|------|------|---|-------|--------|--------|
| 1/11/19 | HDB | 212 | Draft e-mail to counsel for PREB regarding pending deadlines. | .20 | 305.00 | 61.00 |
| 1/14/19 | HDB | 212 | Draft e-mail to counsel for PREB regarding contract order litigation status (.1) | .10 | 305.00 | 30.50 |
| 1/24/19 | HDB | 212 | Review draft motion for extension of time by PREB (.2) Draft e-mail to L. Stafford and M. Dale regarding draft extension (.1) Draft e-mail to Y. Gonzalez regarding draft extension (.1) | .40 | 305.00 | 122.00 |
| 1/25/19 | HDB | 209 | Exchange e-mails with counsel for PREB regarding extension of time and deadlines in 18-AP-0024. | .20 | 305.00 | 61.00 |
| 1/29/19 | MMB | 219 | Docket court notice received by email dated January 25, 2019, regarding order dkt. 43 staying case - C. Garcia, H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |

TOTAL PROFESSIONAL SERVICES \$ 288.50

VOLUME DISCOUNT \$ -28.85

NET PROFESSIONAL SERVICES: \$ 259.65

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------|-------------|--------|------------------|
| HERMANN BAUER | .90 | 305.00 | 274.50 |
| MILAGROS MARCANO BAEZ | .10 | 140.00 | 14.00 |
| Total | 1.00 | | \$ 288.50 |

Bill #: 343985

February 5, 2019

TOTAL THIS INVOICE

\$ 259.65

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

February 5, 2019
Bill #: 343986
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
January 31, 2019:

Client.Matter: P1705 - 810

RE: 18-00047-LTS RIVERA V PREPA/ELA-CGB

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 227.50 |
| VOLUME DISCOUNT | <u>\$ -22.75</u> |
| Net Professional Services | \$ 204.75 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 204.75 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 810

RE: 18-00047-LTS RIVERA V PREPA/ELA-CGB

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|---------|------|------|---|-------|--------|--------|
| 1/15/19 | HDB | 209 | Review Motion for Entry of a Briefing Schedule. (.20) Draft e-mail to L. Rappaport regarding potential meet and confer. (.10) | .30 | 305.00 | 91.50 |
| 1/21/19 | HDB | 209 | Coordinate meet and confer call with counsel for Plaintiffs (.20) Exchange e-mails with P. Possinger regarding same. (.20) | .40 | 305.00 | 122.00 |
| 1/24/19 | MMB | 219 | Docket court notice received by email dated January 23, 2019, regarding order dkt. 35 setting briefing schedule - H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |

TOTAL PROFESSIONAL SERVICES \$ 227.50

VOLUME DISCOUNT \$ -22.75

NET PROFESSIONAL SERVICES: \$ 204.75

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------|------------|--------|------------------|
| HERMANN BAUER | .70 | 305.00 | 213.50 |
| MILAGROS MARCANO BAEZ | .10 | 140.00 | 14.00 |
| Total | .80 | | \$ 227.50 |

TOTAL THIS INVOICE

\$ 204.75

250 AVE MUNOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

February 5, 2019
Bill #: 343987
Billing Attorney: HDB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
January 31, 2019:

Client.Matter: P1705 - 812

RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

| | |
|-----------------------------|------------------|
| Total Professional Services | \$ 474.50 |
| VOLUME DISCOUNT | <u>\$ -47.45</u> |
| Net Professional Services | \$ 427.05 |
| Total Reimbursable Expenses | <u>\$.00</u> |
| TOTAL THIS INVOICE | \$ 427.05 |

O'NEILL & BORGES LLC

Client.Matter: P1705 . 812
RE: 18-00063-LTS PBJL ENERGY CORP. V. PREPA-CBG

PROFESSIONAL SERVICES

| Date | Atty | Task | Description | Hours | Rate | Amount |
|-----------------------------|------|------|--|-------|--------|------------------|
| 1/03/19 | HDB | 212 | Review request from counsel for Plaintiffs to extend deadlines. (.10) Draft e-mail to Proskauer team (M. Morris and others) regarding the same with recommendation. (.10) Review responses from Proskauer. (.10) | .30 | 305.00 | 91.50 |
| 1/03/19 | UMF | 209 | Tel. conf. with counsel for Plaintiff regarding response to motion to dismiss. | .30 | 220.00 | 66.00 |
| 1/03/19 | UMF | 209 | Draft email to S. Ratner and M. Dale regarding extension of time and response to plaintiff's counsel. | .20 | 220.00 | 44.00 |
| 1/08/19 | UMF | 209 | Review email from I. Diaz, counsel for PBJL, and draft response thereto regarding motion for extension of time to respond to motion to dismiss. | .30 | 220.00 | 66.00 |
| 1/09/19 | UMF | 209 | Review proposed motion for revised briefing schedule and proposed order. | .60 | 220.00 | 132.00 |
| 1/10/19 | HDB | 212 | Review Order on Joint Motion setting briefing schedule. | .20 | 305.00 | 61.00 |
| 1/14/19 | MMB | 219 | Docket court notice received by email dated January 10, 2019, regarding order dkt. 21 setting briefing schedule - H. Bauer, U. Fernandez, D. Pérez. | .10 | 140.00 | 14.00 |
| TOTAL PROFESSIONAL SERVICES | | | | | | \$ 474.50 |
| VOLUME DISCOUNT | | | | | | <u>\$ -47.45</u> |
| NET PROFESSIONAL SERVICES: | | | | | | \$ 427.05 |

Bill #: 343987

February 5, 2019

SUMMARY OF PROFESSIONAL SERVICES

| Name | Hours | Rate | Total |
|-----------------------------|--------------|-------------|------------------|
| HERMANN BAUER | .50 | 305.00 | 152.50 |
| UBALDO M. FERNANDEZ BARRERA | 1.40 | 220.00 | 308.00 |
| MILAGROS MARCANO BAEZ | .10 | 140.00 | 14.00 |
| Total | 2.00 | | \$ 474.50 |

TOTAL THIS INVOICE

\$ 427.05